1	UNITED STATES DISTRICT COURT		
2	DISTRICT OF NEW JERSEY		
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5	HAVENS, et al.,		
6	Plaintiffs,)		
7	vs.) Case No.		
8	MOBEX NETWORK SERVICES, LLC,) 2:11-cv-00993-KSH-PS		
9	et al.,		
10	Defendants.)		
11			
12			
13			
14	DEPOSITION OF DAVID NEIL PREDMORE		
15	Costa Mesa, California		
16	Thursday, April 4, 2013		
17	Volume I		
18			
19			
20	Reported by:		
21	GAIL E. KENNAMER,		
22	CSR No. 4583, CCRR		
23	Job No. 1642544		
24			
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16	Deposition of DAVID NEIL PREDMORE, Volume I,
17	taken on behalf of Plaintiffs at 695 Town Center
18	Drive, 14th Floor, Costa Mesa, California, beginning
19	at 10:13 a.m., and ending at 4:02 p.m., Thursday,
20	April 4, 2013, before Gail E. Kennamer, CSR 4583, CCRR.
21	
22	
23	
24	
25	
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2					
3	For Plaintiffs:				
4					
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14	Corporation:				
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16	MANATT, PHELPS, & PHILLIPS, LLP				
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	Page 3				

1	APPEARANCES (Continued):
2	
3	For Maritime Communications/Land Mobile, LLC:
4	
5	GRAHAM CURTIN
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11	
12	ALSO PRESENT:
13	
14	Jimmy Stobaugh
15	Warren Havens (Telephonic Appearance)
16	
17	
18	
19	
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22	
23	
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11	following pages:
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1	Costa Mesa, California; Thursday, April 4, 2013
2	10:13 a.m.
3	
4	
5	DAVID NEIL PREDMORE,
6	a witness herein, having been administered an oath
7	by the court reporter, was examined, and testified as
8	follows:
9	
10	-EXAMINATION-
11	
12	BY MR. ZELINGER:
13	Q Would you please state your name for the
14	record.
15	A David Neil Predmore. 10:13
16	Q Mr. Predmore, where were you born?
17	A Fort Wayne, Indiana.
18	Q And can you tell me where you were educated?
19	A Where I was educated? Douglas, Massachusetts,
20	primary education. 10:13
21	Navy some Navy training.
22	Community college in San Diego and Stockton.
23	And National Louis University in Northern
24	Virginia.
25	And Georgetown University for law school. 10:13
	Page 7

1	Q What did you major in, in your college	10:13
2	studies?	
3	A Business administration.	
4	Q Okay. And did you have a focus in your law	
5	studies at Georgetown?	10:13
6	A No, I did not.	
7	Q Before we jump further into your background	
8	A Okay.	
9	Q and your profession, let's take a minute	
10	and talk about the deposition process.	10:14
11	Have you been deposed before?	
12	A No, I have not.	
13	Q You are a lawyer, however?	
14	A I am.	
15	Q Have you taken a deposition before?	10:14
16	A I attended a deposition. I've never taken	
17	one given one.	
18	Q Have you ever testified a deposition?	
19	A No.	
20	Q Okay. Good enough. Let's talk about the	10:14
21	rules of the game of a deposition.	
22	The purpose of this deposition is to find out what	
23	you know relevant to the matters in this case of a	
24	factual nature. I will be asking you questions. You	
25	will be providing the answers.	10:14
	Į Į	Page 8

1	If ever you do not understand a question that I'm	10:14
2	asking, I hope and expect that you will tell me that	
3	that's the case.	
4	Do you understand?	
5	A I do.	10:14
6	Q And I also expect that you'll give me the	
7	opportunity to finish asking you a question before you	
8	start an answer.	
9	Do you understand?	
10	A I do.	10:14
11	Q Also, in deference to the court reporter, you	
12	must give an oral answer. A nod of the head, along	
13	with an oral answer is perfectly fine, but it's not a	
14	substitute.	
15	Do you understand that?	10:15
16	A I do.	
17	Q Very good.	
18	Are you here without counsel, Mr. Predmore?	
19	A I am.	
20	Q Are you acting as your own counsel?	10:15
21	A Yes.	
22	Q Okay. And do you know in what capacity you	
23	are appearing here today?	
24	A Not totally, no.	
25	Q Okay. Are you here, for example, on your own	10:15
	P	age 9

1	behalf as an individual?	10:15
2	A That was my understanding. Yes.	
3	Q Okay. Do you also understand that you were	
4	named as what is called a 30(b)(6) witness?	
5	A No, I didn't. No.	10:15
6	Q Do you know what a 30(b)(6) witness is?	
7	A No, I do not.	
8	Q Okay. Let's take a moment and talk about that	
9	and see if it is your understanding and whether you	
10	agree that you are here as a witness under Federal	10:15
11	Rules of Civil Procedure 30(b)(6).	
12	A Okay.	
13	Q A 30(b)(6) witness is a corporate	
14	representative witness. The Court in the pending	
15	lawsuit, as I understand it, had allowed Mobex and	10:15
16	we'll get to this later but for purposes of	
17	conversation, I will characterize Mobex as your	
18	previous employer	
19	A Uh-huh.	
20	Q to exit the case as long as it participated	10:16
21	in some and cooperated in certain matters, including	
22	providing a corporate representative to be deposed.	
23	Are you aware of any of that?	
24	A I have probably seen something at some point,	
25	but well, I am now. I understand it, yes.	10:16
	Pa	ge 10

1	Q Well, I'm not asking you to agree to something	10:16
2	that you are not aware of previously, so let's delve	
3	into this a little bit.	
4	Who informed you that you would be deposed today?	
5	A You did.	10:16
6	Q Had you heard from anybody with whom you used	
7	to work prior to a communication from me regarding your	
8	deposition in this matter?	
9	A No, I don't believe so. No.	
10	Q You never heard from, say, Mr. Reardon about	10:16
11	being deposed?	
12	A He act I spoke with him two days ago about	
13	it, and I think when I first heard from you, I called	
14	him and asked, and I think that's it; but I don't	
15	believe prior to hearing from you.	10:17
16	Q Okay. So it would be your testimony, sir,	
17	that prior to hearing from me, you were unaware that	
18	you were to be deposed in this lawsuit; is that	
19	correct?	
20	A I Yes. I think that's correct.	10:17
21	Q Okay. Did you hear from one of the DePriests	
22	in connection with your deposition here today?	
23	A No. Absolutely not.	
24	Q Did you discuss or have an opportunity to be	
25	apprised of this deposition today with anybody else	10:17
	Pag	ge 11

1	besides Mr. Reardon with whom you used to work?	10:17
2	A Tim Smith forwarded me a document at some	
3	point that caused me some confusion. But I think that	
4	was the only communication that I had with anyone else	
5	regarding this deposition.	10:17
6	Q Who is Tim Smith?	
7	A Tim Smith is the former vice president of	
8	engineering of Mobex. I'm not sure what his current	
9	title is. I think it's substantially the same today as	
10	it was.	10:18
11	Q Do you know who his employer is today?	
12	A MCLM, you know, one of those entities. Yeah.	
13	Q And can you share with me the nature of the	
14	conversation that you had with Mr. Smith?	
15	A It was really just a he sent me the email	10:18
16	saying it was that I believe the motion to squash or	
17	whatever that was, that I wasn't covered by, which	
18	is gets back because I didn't understand what the	
19	30(b)(6) was. I thought it was covered by me. He	
20	shared it with. He said, "Good news." So I thought it	10:18
21	didn't apply. I thought it applied to me, and I didn't	
22	have to appear. That was the communication.	
23	Q What was the good news he and you thought he	
24	was sharing with you?	
25	A That I I wasn't being deposed or whatever.	10:18
	Pa	ge 12

1	Yes. Yes. Yes. That I didn't have to appear.	10:18
2	Q Sorry to disappoint you.	
3	So Mr. Smith, I guess, subsequently informed you	
4	that you would need to appear for this deposition?	
5	A No. I cleared that up with you.	10:19
6	Q Okay.	
7	A Yes.	
8	Q So the last communication that you had with	
9	Mr. Smith was that you need not appear for deposition	
10	in this matter; is that correct?	10:19
11	A I think his email was something just like,	
12	"Good news."	
13	Q Okay.	
14	A And that was it. It didn't say I didn't have	
15	to. I interpreted it to be that.	10:19
16	So I didn't you know, I may have said,	
17	"Thanks."	
18	That was my last communication.	
19	Q Mr. Predmore, I think two weeks ago you	
20	provided the plaintiffs in this case some documents	10:19
21	that you produced in response to your Deposition	
22	Notice; is that correct?	
23	A That's correct.	
24	Q Okay. Was the email from Mr. Smith among	
25	those documents?	10:19
	ļ I	Page 13

Q I don't believe so either. A Okay. Q I might, as we go through this deposition, ask you to produce certain documents that you will 10 identify. If, in fact, you believe that you have them in you know, within your control or possession. Among those, I'm going to ask you to produce the email that Mr. Smith sent to you. And we can go through the deposition afterwards, 10 or I can ask Mr. Stobaugh to perhaps make a list as we go through of the items that we're going to ask you to produce as we go through. And you don't have any objection to that, I take it? 10 A Not at all. No. Q Good. Did you and Mr. Smith Let's see. I'm going to go off the record for a second. THE REPORTER: Off the record.	
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you can make your statement. We're back on the record.):20
MS. HASTIE: Back on the record.	
My understanding is that Mr. Smith was at one time	
employed by the same company as Mr. Predmore, and it 10):21
Page 1	14

1	didn't sound like the email was from that timeframe.	10:21
2	But to the extent that you are going to ask about	
3	things from that timeframe, there is arguably some	
4	privilege there before we go into question about that	
5	particular timeframe.	10:21
6	MR. ZELINGER: Okay. I'm not sure that I	
7	understand what you're saying. Let's just try to parse	
8	this.	
9	With respect to the email that Mr. Predmore	
10	identified as having received from Mr. Smith recently,	10:21
11	Mr. Predmore just testified that he believes that	
12	Mr. Smith currently is an employee of MCLM. So I'm	
13	presuming that the email was sent by Mr. Smith in his	
14	capacity as a employee of MCLM to Mr. Predmore.	
15	Do you have any objection to Mr. Predmore	10:22
16	producing such email?	
17	MS. HASTIE: I don't have any objection if	
18	the email is just recent. I am not agreeing that	
19	his Mr. Smith is an employee of MCLM by any means;	
20	but, no, I don't have an objection to that.	10:22
21	I'm just saying if if that email discusses I	
22	don't know what the email says if the email	
23	discusses anything from the time frame when they were	
24	working for the same company, Mr. Predmore was in-house	
25	counsel, but I would object I haven't seen the	10:22
	Pa	ıge 15

1	email so I just want to make you aware I think that	10:22
2	relationship exists at some time in the past, although	
3	it doesn't sound like this email implicates that	
4	privilege from that relationship.	
5	MR. ZELINGER: What is the basis of your	10:22
6	objection if it refers to materials during the time	
7	that Mr. Predmore was an employee of Mobex?	
8	MS. HASTIE: My understanding is that	
9	Mr. Smith is also an employee of Mobex.	
10	So to the extent that Mr. Predmore was in-house	10:22
11	counsel to Mobex, I don't know what conversations	
12	Mr. Smith would have had with in-house counsel.	
13	So like I said, I don't think this email	
14	implicates any of those; but should it, we would have,	
15	you know, an objection.	10:23
16	MR. ZELINGER: Well, I'm just trying to find	
17	out whether are you raising an attorney-client	
18	privileged on behalf of Mobex?	
19	MS. HASTIE: I'm just saying there may be	
20	privileged documents. It may not even be my objection	10:23
21	to make, but there may be privileged documents or	
22	privileged communications that certainly Mr. Smith and	
23	Mr. Predmore could have taken part in.	
24	MR. ZELINGER: But I agree with you, it is	
25	not your objection to make. Who would make the	10:23
	Pag	ge 16

1	objection and what would be the nature of the	10:23
2	objection? I'm just trying to address this issue right	
3	upfront, Kelley.	
4	MS. HASTIE: Well, you know, until we come to	
5	an actual instance where there is specific facts or	10:23
6	specific conversations we're talking about, I don't	
7	know.	
8	MR. ZELINGER: Well, let me just ask you	
9	hypothetically because if we're going to have a	
10	problem, I want to make sure that the judge/magistrate	10:24
11	is notified as soon as possible because they are on	
12	East Coast time obviously.	
13	MS. HASTIE: Right.	
14	MR. ZELINGER: I intend to get into matters	
15	that occurred at the time that Mr. Predmore was the	10:24
16	general counsel of Mobex. And as the general	
17	counsel Let me just finish.	
18	MS. HASTIE: Go ahead.	
19	MR. ZELINGER: As the general counsel of	
20	Mobex, he would have had conversations with employees	10:24
21	in the company at the time he was there.	
22	If you're going to assert a privilege that would	
23	prevent him from delivering documents in connection	
24	with those conversations or advice he gave, or in	
25	connection with conversations that he had, I'd like to	10:24
	Pa	ge 17

1	know it now because I want to get the magistrate/judge	10:24
2	on the phone as soon as possible.	
3	MS. HASTIE: Okay. Well, there there are	
4	certainly you know, there were other employees of	
5	Mobex, for example, that represented John Reardon. To	10:24
б	the extent he had conversations with John Reardon, we	
7	wouldn't allow those to be disclosed. I would think,	
8	you know, when you asked who would make the objection,	
9	I would think Mr. Predmore's in-house counsel would be	
10	the one that would make those objections.	10:25
11	But to the extent that we represented somebody,	
12	then I would make that objection. Of course, we	
13	don't I don't represent I'm not saying I	
14	represent Mr. Predmore.	
15	MR. ZELINGER: Well, I don't think you	10:25
16	represent Mr. Predmore; correct?	
17	MS. HASTIE: No.	
18	MR. ZELINGER: You don't represent Mobex	
19	either, do you?	
20	MS. HASTIE: No.	10:25
21	MR. ZELINGER: Okay. So my position is that	
22	your law firm and this is nothing personal,	
23	Kelley your law firm does not have standing to make	
24	an objection to any privilege that Mobex might	
25	otherwise have.	10:25
	P	age 18

1	That's my position.	10:25
2	MS. HASTIE: I understand your position.	
3	MR. ZELINGER: Okay. Do you have a different	
4	position?	
5	MS. HASTIE: Well, like I said, to the extent	10:25
6	that we represented that we represent people that	
7	would have had privileged conversations with	
8	Mr. Predmore, yeah, I would assert an objection in that	
9	regard, so	
10	MR. ZELINGER: Okay. Now do you believe that	10:26
11	your objection is going to prevent the testimony or are	
12	you just going to	
13	MS. HASTIE: I have no idea because I don't	
14	know what you are going to ask.	
15	MR. ZELINGER: Okay. I will try to get into	10:26
16	this fairly quickly because again, I think we need to	
17	gin this up as soon as possible for the	
18	judge/magistrate if there is going to be an issue.	
19	Because I will tell you my position. My position	
20	is Graham Curtin does not have standing to raise an	10:26
21	objection on behalf of Mobex; that the Court has issued	
22	an order attendant to its allowing Mobex out of the	
23	case whereby Mobex is meant to cooperate, provide	
24	documentation, and a 30(b)(6) expert witness in the	
25	form of Mr. Predmore, and I don't think that any	10:26
	Pa:	ge 19

1	objection can be interposed that would be appropriate.	10:26
2	So I'll try to get into that as soon as I possibly	
3	can so that we can, again, gin this up for the for	
4	the judge.	
5	MS. HASTIE: Certainly. I was just bringing	10:26
6	it to your attention. Like I said, I don't think this	
7	email triggers that.	
8	MR. ZELINGER: I appreciate that, and I also	
9	appreciate your candor getting this issue out as soon	
10	as possible.	10:27
11	Q Mr. Predmore, I'm going to jump the gun a	
12	little bit because so we can we can gin up this	
13	issue as soon as possible.	
14	You told me in your testimony just a few minutes	
15	ago that you communicated with Mr. Reardon in	10:27
16	anticipation of this deposition; is that correct?	
17	A He called me a couple days ago, and he just	
18	let me know that he was deposed, and that they would be	
19	deposing me, and was I aware of that. And that was	
20	basically the entire conversation.	10:27
21	Q Had you had any other conversations with	
22	Mr. Reardon regarding his deposition	
23	A No.	
24	Q in this matter?	
25	A No, I haven't.	10:27
	Pag	ge 20

1	Q Have you had any conversations with	10:27
2	Mr. Reardon in preparation for your testimony today?	
3	A No, I did not.	
4	Q Okay. Has Mr. Reardon provided you any	
5	documents for purposes of your review?	10:27
6	A No, he did not.	
7	Q Okay. When is the last time you spoke to	
8	Mr. Reardon prior to the call that you just mentioned?	
9	A We talked as friends once every two months or	
10	so. As friends, not business. He's checking out on	10:28
11	me, seeing how the career is going and the family.	
12	That's really it.	
13	Q When is the last time you had such a	
14	conversation?	
15	A I can only I think about two months ago.	10:28
16	Yeah.	
17	Q And have you Have you had occasion during	
18	your friendly conversations with Mr. Reardon to discuss	
19	the business matters of MCLM and/or Mobex?	
20	A I I don't I don't think so. We may	10:28
21	have. He may have asked me. I don't know if that	
22	conversation or another one. He may have asked me a	
23	while ago about the the storage of materials in	
24	Virginia. I don't know how long ago that was, but that	
25	is something that did happen.	10:28
	Pag	ge 21

1	I think that's it. You know, yeah.	10:28
2	Q Do you recall, Mr. Predmore, whether there	
3	were any written communications between you and	
4	Mr. Predmore regarding the storage of the documents	
5	that you were referencing in Virginia?	10:29
6	A Me and Mr. Reardon?	
7	Q You and Mr. Reardon. I misspoke.	
8	A Clarify. About the written communications, I	
9	don't think so. There was one thing you know, I	
10	worked on a a year, maybe two years ago. I don't	10:29
11	recall when in relation to this case. Kind of said, I	
12	think, what was in there or something like that. I	
13	don't recall. I don't have that with me.	
14	Q Would that be an email between you and	
15	Mr. Reardon regarding the contents of the boxes that	10:29
16	were stored in Virginia?	
17	A It could have been. It probably would have	
18	been, but that is not what I had to produce. Yeah.	
19	Q Is that an email that you would still have	
20	within your possession or control?	10:29
21	A I I gave you everything that I had in my	
22	emails.	
23	Q I'm going to ask you, Mr. Predmore, if you	
24	would search your files after this deposition, your	
25	email cash, as it were, to see if you can identify that	10:29
	Pag	ge 22

1	email and ask you to produce that email to me.	10:30
2	Is that something you agree to do?	
3	A I I can, but I will probably have to	
4	elaborate on that on why these emails are hard, if	
5	not impossible, to find at some point.	10:30
6	Q Please go ahead and elaborate.	
7	A Okay. A lot of my emails prior to 2006 or	
8	all of them, were on a Mobex's system was We had our	2
9	individual email accounts, and I had an AT&T World Net	
10	account.	10:30
11	And when I left Mobex, I you know, and I was no)
12	longer being paid by Mobex, I let that account go.	
13	When that happened, all those emails went with it.	
14	As you may know or may not know, we were working	
15	from our homes for that last year. My My regular	10:30
16	work computer had crashed just prior to that. I sent	
17	it back to the Mobex IT department at the time. They	
18	said it was unrecoverable. I used because the	
19	company was essentially going out of business, I used	
20	an older computer, and just started using that, and	10:31
21	that eventually died, and this is why I cannot find	
22	emails from that time.	
23	This one in question may have gone to my work	
24	account at when I worked with NRECA after I left	
25	Mobex because I did not find it in in the gmail	10:31
	 	age 23

1	account I subsequently created, which only goes back	10:31
2	not that far so and that is my issue with retrieving	
3	emails.	
4	Q Sounds like I appreciate the difficulty you	
5	will have. Having said that, I have It is my	10:31
6	understanding that you now have agreed to undertake a	
7	search of whatever email cashes you have to identified	
8	the email that you and Mr. Reardon exchanged	
9	information regarding the contents of the documents in	
10	boxes in Virginia; is that correct?	10:32
11	A I I That's correct. I did, and I will	
12	again.	
13	Q Do you recall the nature or content of that	
14	email?	
15	A It may have been an affidavit or something	10:32
16	like that. I think and I think that was it. I	
17	don't know how long ago it was. I don't recall.	
18	Q Your best recollection is that the email had	
19	attached to it an affidavit or that it had an affidavit	
20	as its as its contents?	10:32
21	A I think at some point, basically its contents,	
22	yeah.	
23	Q Was this an affidavit that you drafted?	
24	A It was a joint undertaking, I believe.	
25	Q Okay. Do you recall who asked you?	10:32
	Pag	ge 24

1	A That would have been John Reardon, I believe.	10:32
2	Could have been counsel, which if it was, I would	
3	assert the privilege, but I think it was may have	
4	been John.	
5	Q Do you know what you were testifying to in the	10:32
6	affidavit?	
7	A I just recall I mean, it had something to	
8	do with the boxes and that maybe that I I I	
9	don't. I'm sorry. Yes.	
10	Q Can you tell me, to the best of your	10:33
11	recollection, about the boxes, how many boxes there	
12	were, what they may have contained, where they were	
13	located, who had control, and directed their location	
14	or relocation? I'm happy to go through these questions	
15	again, but I thought I might give you sort of a	10:33
16	template for what I'm looking for	
17	A Yes.	
18	Q in terms of information.	
19	A That I think I can help you with.	
20	I lived in in the Woodbridge area in Virginia.	10:33
21	And when we were looking for a place, we had stored	
22	most of our documents at a Iron Mountain or something	
23	like that, outside of Louisville, Kentucky, hundreds	
24	and hundreds of boxes there, I believe, and that they	
25	weren't they weren't cataloged. I didn't know what	10:33
	 	ge 25

1	was in those ones at all.	10:33
2	The ones in in Virginia, those were I	
3	remember the number that sticks out in my mind is 49	
4	boxes that were pretty much we had created a listing	
5	of an index of what was in those 49 boxes. There	10:34
6	were some other boxes that were put in later. Maybe	
7	I don't know if it was closer to 100. I don't know.	
8	But there were extra boxes beyond those initial 49 that	
9	I am not sure if we had got indexed because that was	
10	toward the end. Mobex was closing. We were just	10:34
11	packing up what we could and get them into storage	
12	because we had to vacate the premises.	
13	So what happened was I I contacted Nations	
14	Capital, the local business, and asked if they could,	
15	you know, store our boxes, which they agreed to do.	10:34
16	And it was a nominal fee, low fee for such a small	
17	amount of boxes and, you know, initially they were	
18	probably being paid by our accounts payable accounts	
19	department in Louisville.	
20	Once everything was shut down, I paid a couple	10:35
21	times out of petty cash, just to keep it current. They	
22	were local. I mean, they'd call me personally because	
23	when I go I I knew them kind of, I'd go down there	
24	and visit with them, and they gave me a tour, and so I	
25	kind of knew them. So I felt an obligation to keep	10:35
	Pa:	ge 26

1	them current best I could.	10:35
2	And once again, once the money ran out, we had a	
3	small petty cash account maintained in New York City,	
4	probably less than \$2,000, I'm not sure, but somewhere	
5	in that amount. When they would call after we'd fall	10:35
6	behind after three or four months, I would bring them	
7	current.	
8	Q This petty cash account was maintained by	
9	whom?	
10	A What's the by Christine Tunney, the	10:35
11	executive assistant for Michael Monier, and it was	
12	called Landmark Management I believe was the company.	
13	Q Who is Michael Monier?	
14	A He was the former CEO of Mobex. Not CEO,	
15	chairman of the board.	10:36
16	Q At this time What time are we talking	
17	about? Can you give me a year or a date approximately	
18	when when you were taking money out of this petty	
19	cash account to pay National Capital archives?	
20	A Yes. That would be around the 2006 timeframe.	10:36
21	Right Right when it was I could be off a little	
22	bit because I don't remember the exact month in 2006	
23	when I think it was I think the MCLM deal	
24	completed at the end of December 2005. So we started	
25	winding up operations. So probably in the first	10:36
	Pag	e 27

1	quarter or so, first half of the year, 2006, I tried to 10:36
2	keep them current, I think.
3	Q Had operations already been wound up at
4	this at Mobex at this time?
5	A They were being wound up. Yes, they were in 10:36
6	the process of being wound up. I was trying to settle
7	up with any, you know, creditors we had, just to let
8	them know we just couldn't, you know, perform fully for
9	them.
10	Q So at this time was Mobex still an active 10:37
11	corporation?
12	A They may They may have been. I don't
13	recall. I'd have to I can't remember when it was
14	actually the date of dissolution, but I thought it
15	was somewhere in the beginning or mid-2006 when it was 10:37
16	officially dissolved.
17	Q So Mobex was dissolved in May of 2006 or
18	thereabouts?
19	A I recall I mean, I I believe so.
20	Q Now, was that Mobex Network Services or Mobex 10:37
21	Communications? Can you identify what those are for me
22	and when they may have absolved?
23	A I can't be specific. I know I was I was
24	just trying to wind each of the entities up during that
25	timeframe. I just I can't recall. 10:37
	Page 28

1	Q What was the relationship between Mobex	10:38
2	Network Services and Mobex Communications?	
3	A Mobex Communications was the parent company.	
4	Mobex Network Services was the subsidiary company.	
5	Q Were both companies dissolved at some point?	10:38
6	A Yes.	
7	Q Were they dissolved at or about the same time?	
8	A I think there was a gap. I think a tax	
9	issue with maybe Mobex Network I don't recall. I	
10	think maybe the dissolution in California may have	10:38
11	taken a little longer, which then I think ultimately	
12	they probably were dissolved right around the same time	
13	because you couldn't wind up the one until the other	
14	was wound up if I remember correctly.	
15	Again, I'm sorry, I didn't prepare for this at	10:38
16	all, so	
17	Q Thank you for your candor. I appreciate that.	
18	A Uh-huh.	
19	Q Can you tell me for whom Mr. Monier worked?	
20	A Mr. Monier?	10:38
21	Q Uh-huh?	
22	A I don't know who he works for. He's the	
23	chairman of the board. Most of the time I call him, he	
24	would have been out sailing and fishing in New Zealand.	
25	Q Did he work for the parent company or for	10:39
	Pag	e 29

1	Mobex Net	twork Services so far as you knew?	10:39
2	А	He was the chairman of the parent company.	
3	Q	Do you know who the chairman of Mobex Network	k
4	Services	was?	
5	А	The chairman? Well, that would have been	10:39
6	I'd have	to check to state that.	
7	Q	Did both companies have a board?	
8	А	Yes, they did. Uh-huh.	
9	Q	Were you the secretary of the board of each	
10	company?		10:39
11	А	Yes.	
12	Q	Did both boards meet with regularity?	
13	А	Yes, they did.	
14	Q	Were they comprised of the same Were the	
15	board mer	mbers of each board comprised of the same	10:39
16	individua	als?	
17	А	There were had to be some overlap. Let me	e
18	think. H	Because now I'm I'm believing that the Mob	ex
19	board met	with regularity. I don't I don't recall	
20	Network S	Services, so	10:40
21	Q	So it would be your testimony that the paren	t
22	company's	s board met with regularity, but the subsidia:	ry
23	Mobex Net	twork Services board did not meet with	
24	regularit	cy?	
25	A	That Based on my recollection, yes.	10:40
			Page 30

1	Q Do you have any recollection of there ever	10:40
2	having been a board meeting of the board of Mobex	
3	Network Services?	
4	A I don't recall. Yeah.	
5	Q As secretary, did you maintain the minutes for	10:40
6	the board?	
7	A Yes. There were separate minute books.	
8	Uh-huh.	
9	Q Do you know what happened to these minute	
10	books?	10:40
11	A I I they could be in that storage. I	
12	don't I don't know. I do not have them.	
13	Q Who prepared the boxes Strike that.	
14	Who prepared the documents that were placed in the	
15	some 49 boxes that were stored in Virginia?	10:40
16	A There were There were various. They were	
17	all all different types of documents. Some were	
18	leases. Some were some were, I know, were board	
19	minutes. Others were deals with Motorola. I believe.	
20	I don't I'd have to see that list to tell you. I	10:41
21	don't know.	
22	Q Mr. Predmore, did you actually fill those	
23	boxes with documents?	
24	A Did I fill them? Probably. Probably. At	
25	least some of them, and our assistant, yeah. Uh-huh.	10:41
	 Pa	ge 31

1	Q So it's likely that you would have a	10:41
2	recollection of the contents of those those boxes	
3	based upon your having physically filled them with the	
4	documents that you had access to?	
5	A Yes. Yes. Uh-huh.	10:41
6	Q At a certain time, I understand that you may	
7	have taken some documents some of the boxes	
8	containing documents from the Virginia facility; is	
9	that accurate?	
10	A That is correct.	10:41
11	Q Do you know how many boxes you might have	
12	taken out?	
13	A I I don't. There were some I probably took	
14	out and brought back. I I don't recall.	
15	Q Would it be fair to say you might have taken	10:42
16	out about five or six boxes at one point?	
17	A That that that's probably correct. May	
18	have been more, and I brought them back. I don't know.	
19	Q Do you know what kinds of documents were	
20	contained in the five or six boxes that you removed	10:42
21	from the facility?	
22	A I I think and my my belief thinking	
23	back, probably some had to do with with some of	
24	these settlement negotiations, some looking for deeds	
25	and things of that nature to sell some real estate as	10:42
	Pa	ge 32

1	we were winding up. Some trying to find tax documents 10:42	
2	for an audit in California or Indiana.	
3	And then occasionally it would be for My main	
4	focus at the time was was just settling with some	
5	creditors. So it generally would have been related to 10:43	
6	that.	
7	And then maybe for winding up some of these	
8	entities as, you know	
9	Q Do you know what happened to those five or six	
10	boxes? 10:43	
11	A I I don't. I wish I did know.	
12	Q Do you have a recollection of having returned	
13	them to the facility?	
14	A I know I Well, I shouldn't say I know. I	
15	am relatively sure I returned some. I don't know if 10:43	
16	I don't know if they are not missing or if they are	
17	missing or what.	
18	Some also There are probably some that weren't	
19	returned having to do with negotiations with with Al	
20	Duddles because I think a lot of them I had the 10:44	
21	law firm had duplicate binders, the one out in Idaho,	
22	the ones our counsel who provided them to me, so	
23	Q Who is Al Duddles?	
24	A He was a He was a former again, and	
25	he he he was an owner of one of the shops that 10:44	
	Page 33	

1	Mobex acquired in the late '90s, I guess, or, you know,	10:44
2	one of the one of the shareholders of Mobex. He	
3	sold it for stock and cash, so	
4	Q Did Mr. Duddles own certain spectra or	
5	licenses that were acquired by Mobex?	10:44
6	A I I believe so. I think in the	
7	800 megahertz, 7- or 800-megahertz band.	
8	Q And what would have been the nature of the	
9	documents in the boxes that referenced Mr. Duddles?	
10	A That If I recall, it would have been his	10:45
11	stock options and his asset the asset purchase	
12	agreement, whatever that purchase agreement was. I	
13	don't recall.	
14	Q Is it your general recollection that Mobex and	
15	you as its general counsel would maintain the asset	10:45
16	purchase agreements for the various companies or assets	
17	that Mobex acquired over time?	
18	A Yes.	
19	Q And would those have been contained among the	
20	49 boxes of documents?	10:45
21	A I'm I'm some, yes, undoubtedly were.	
22	Some may have been maintained in the Louisville office	
23	or Jeffersonville office.	
24	Q You referred to Idaho counsel, I believe?	
25	A Uh-huh.	10:45
	Pag	re 34

1	Q Who were Idaho counsel?	10:45
2	A I I don't recall. It was a while ago.	
3	Q Was this a law firm for Mobex located in	
4	Idaho?	
5	A It was a smaller law firm, yes. Uh-huh.	10:46
6	Q What services did they provide to Mobex?	
7	A Really just this this litigation, you know.	
8	Assistance in this shareholders' suit.	
9	Q Tell me about the shareholders' suit because	
10	I'm not aware of that.	10:46
11	A What that was, and I'll got to think about.	
12	Al Duddles had certain rights. He had certain stock	
13	options. It was kind of complicated for me, but he was	
14	basically eventually, it's my understanding, ran	
15	into financial difficulty, wasn't happy; and many years	10:46
16	after his deal, was unhappy with the with the	
17	with the terms of his agreement and tried to to get	
18	more money out of Mobex, saying he had certain stock	
19	options that were triggered and everything like that.	
20	They eventually agreed. We eventually settled	10:47
21	with them because it was dragging out and the terms of	
22	that would be confidential, but he eventually they	
23	eventually settled and, you know, that's as I remember	
24	it.	
25	Q You referenced documents in Louisville and	10:47
	Pag	ge 35

1	Jeffersonville; correct?	10:47
2	A Uh-huh.	
3	Q Do you know where those documents would have	
4	been moved to or kept?	
5	A No. My I knew very little of what was	10:47
6	stored in there. They were in Iron Mountain. Probably	
7	really covered the WATERCOM files before WATERCOM was	
8	acquired by Mobex and and some other things. I	
9	They did not catalog them. I always wondered what was	
10	in there, so I don't know.	10:47
11	Q Mr. Predmore, do you know if the documents	
12	that were maintained in Louisville and Jeffersonville	
13	were ultimately transferred for purposes of control	
14	and/or possession to MCLM?	
15	A I'm pretty sure they were not. No.	10:48
16	Q To whom were they transferred for purposes of	
17	control and possession?	
18	A I I don't believe they ever were. I	
19	believe if Iron Mountain did not destroy them, they are	
20	still there.	10:48
21	Q Do you have any recollection of addressing the	
22	maintenance of those documents in connection with your	
23	wrapping up of operations on behalf of Mobex?	
24	A No. They didn't contact me. I I I know	
25	I asked the question of someone back back then	10:48
	Da	ae 36

1	what's going on with them, but then it's something that	10:48
2	just I just never knew what was there.	
3	Q With respect to the documents that you	
4	yourself	
5	A Uh-huh.	10:48
6	Q stored in Virginia	
7	A Uh-huh.	
8	Q was it your understanding that those	
9	documents would be transferred to the control and/or	
10	possession of MCLM?	10:48
11	A No. That was not my understanding. It was	
12	My last conversations with Nations Capital archives was	
13	that, you know, I couldn't pay them any longer and they	
14	were going to destroy them. So that was I	
15	couldn't I couldn't do anything about that, so	10:49
16	Q Was that conversation ever put in writing?	
17	A It was probably a phone conversation with them	
18	directly.	
19	Q Would you have taken notes about such a	
20	conversation?	10:49
21	A I I I did not, no.	
22	Q Let me go back to some of your earlier	
23	testimony about what may have been contained in the	
24	five or six boxes that you recall having taken out of	
25	the repository.	10:49
	Pag	ge 37

1	A Uh-huh.	10:49
2	Q You referenced settlement negotiations.	
3	A Uh-huh.	
4	Q Settlement negotiations regarding what?	
5	A With credit like we had I'm trying to	10:49
6	think. Let me think. It was many years ago.	
7	I believe we owed Motorola money under a contract,	
8	so we had to negotiate that down for a fraction of the	
9	cost.	
10	We actually Okay. We actually utilized a	10:50
11	debt I don't want to say debt management company,	
12	but we utilized the company to actually help us	
13	negotiate these debts down. So whenever they would	
14	request certain documentation, it's probably when I	
15	would go back to get these documents. That would have	10:50
16	been Schneider & Associates.	
17	Q Schneider Flint?	
18	A Yes.	
19	Q Your communications with Schneider Flint were	
20	in writing?	10:50
21	A Yes. They should have been, yes.	
22	Q Where would those communications be found?	
23	A I I am not I'm not I don't have them	
24	now.	
25	Q Do you have a recollection of depositing those	10:50
	Pag	ge 38

1	documents in a box in the repository in Virginia?	10:50
2	A They may be, yes, or they may just be with	
3	Schneider Flint now, so	
4	Q You also referenced in your testimony deeds	
5	for real estate that might have been contained in these	10:51
6	five or six boxes that you took out of the repository.	
7	A Uh-huh.	
8	Q What kinds of deeds? To what properties would	
9	they refer?	
10	A I think those properties are referred to in	10:51
11	the emails I have, at least drafts that I had. So it	
12	would be there. So they are all over the U.S. Some in	
13	Florida. Maybe some in Idaho West Virginia, maybe	
14	Idaho, just various places, Indiana, I believe. They	
15	were they were pretty geographically disbursed.	10:51
16	Q Now the emails that you have, have those been	
17	produced to us?	
18	A I I believe I have sent you all the emails	
19	I have, but I will I will check. I will confirm.	
20	Q I appreciate that.	10:51
21	A Uh-huh.	
22	Q The computer that you said crashed	
23	A Uh-huh.	
24	Q and you sent to the IT department of	
25	Mobex	10:51
	Pa	.ge 39

1	A Uh-huh.	10:51
2	Q do you have such computer?	
3	A No. No. I sent that computer that was	
4	pretty much a brand-new computer at the time, probably	
5	in the 2005 timeframe, or maybe earlier.	10:52
6	And again, I don't recall we didn't the	
7	Mobex office in Virginia were remote from the others.	
8	We weren't again, we weren't backing up to a network	
9	or anything like that. They had one in Jeffersonville,	
10	but we didn't do it here, at least I didn't for this	10:52
11	computer.	
12	And at some point I don't I don't I don't	
13	fully recall what happened. I just remember sending it	
14	back, and they said it was unrecoverable. And I took	
15	a you know, we had a spare older they were Dell,	10:52
16	and that one was a Dell M300 mobile Centurion	
17	processor, whatever, the good one. I used an older	
18	one, and it was it was old, and that had	
19	subsequently crashed as well. It didn't have much on	
20	it, so	10:52
21	Q Are you familiar with FCC regulations	
22	regarding records maintenance?	
23	A Vaguely.	
24	Q Would it have occurred to you at the time of	
25	the asset purchase agreement by by MCLM that there	10:53
	Pa	ge 40

1	was a requirement to maintain documents attendant to	10:53
2	the various assets Mobex was selling to MCLM?	
3	A At that time, I I can't say that I was	
4	fully aware of them. John Reardon did most of the FCC	
5	work, not me, so	10:53
6	Q Did you ever discuss with Mr. Reardon or	
7	anybody else in the company, the maintenance of	
8	documents relevant to the various AMTS stations that	
9	Mobex had, such as leases, equipment, documents,	
10	et cetera?	10:53
11	A Well, I know there were obligations to	
12	MS. HASTIE: Objection. This is This is I	
13	think one of the areas that I'm not sure where you are	
14	going to go into, whether or not there is going to be	
15	potential testimony that's privileged, especially with	10:54
16	John Reardon who we represented.	
17	MR. ZELINGER: Well, you represented him in	
18	his capacity as an officer of Mobex?	
19	MS. HASTIE: No.	
20	MR. ZELINGER: Okay. So	10:54
21	MS. HASTIE: We represented him in his	
22	capacity individually and as a as a MCLM witness.	
23	MR. ZELINGER: Well, the questions I'm now	
24	asking about have to do with conversations between	
25	Mr. Predmore when he was an employee of Mobex and	10:54
	Pa	age 41

1	Mr. Reardon when he was an employee of Mobex.	10:54
2	MS. HASTIE: I understand.	
3	It sounds to me like you're maybe getting into	
4	conversations that could be privileged for both of	
5	them. One is in-house counsel, and the other is an	10:54
6	employee at Mobex.	
7	MR. ZELINGER: Well, that may be so. That's	
8	not your objection to raise.	
9	Do you agree?	
10	THE WITNESS: Well, then I can object.	10:55
11	MS. HASTIE: I don't necessarily agree. I	
12	don't necessarily agree, and it may be Mr. Predmore's	
13	objection to raise.	
14	MR. ZELINGER: Well, if Mr. Predmore wants to	
15	raise it, he can raise it as former general counsel of	10:55
16	the company.	
17	But I'm just trying to get down the parameters	
18	here because I really want to gin this up for the	
19	magistrate as soon as we possibly can before we lose	
20	her.	10:55
21	MS. HASTIE: We're not going to lose her.	
22	It's not even 2:00 o'clock here yet.	
23	But you know what my objection is. I made the	
24	objection.	
25	MR. ZELINGER: I don't know your objection.	10:55
	Pa	ıge 42

1	Your objection is that this is may be attorney-client 10:55
2	privilege between a Mobex employee and a Mobex general
3	counsel? Is that your objection?
4	MS. HASTIE: My objection is that
5	Mr. Predmore is general counsel; and as such, he had 10:55
6	privileged conversations with employees of Mobex in the
7	pre/mid-2006 timeframe, and that those those
8	privileges, you know, to the extent that we can protect
9	them, we're not willing to waive them.
10	MR. ZELINGER: To what extent do you I'm 10:56
11	just trying to get your position. I just need to get
12	your position. If you need to take a break to find
13	out to clarify what your position is, I am happy to
14	do that.
15	MS. HASTIE: I don't need to take a break to 10:56
16	clarify my position. I'm not sure what that means.
17	MR. ZELINGER: It's not clear to me. You
18	don't remember Mobex; correct?
19	MS. HASTIE: We do not represent Mobex.
20	MR. ZELINGER: So on whose behalf are you 10:56
21	making an objection that may be privileged to Mobex?
22	MS. HASTIE: Well, I mean, clearly I
23	understand what you're saying about it being Mobex's
24	privilege. And like I said, maybe it's a more
25	appropriate objection for Mr. Predmore to make since he 10:56
	Page 43

1	was the in-house counsel.	10:56
2	But to the extent that you're going to discuss	
3	conversations with John Reardon, and we represented him	
4	individually, I don't know you know, I just don't	
5	know where your question is going to go.	10:56
6	MR. ZELINGER: Well, my question was clear.	
7	I was asking him about a conversation that he had or	
8	might have had when he was general counsel of Mobex	
9	with Mr. Reardon when Mr. Reardon was an employee of	
10	Mobex. That is a Mobex-to-Mobex conversation. You do	10:57
11	not represent Mobex.	
12	So are you instructing in some way the witness not	
13	to answer?	
14	MS. HASTIE: I'm not instructing him not to	
15	answer. He's not my witness.	10:57
16	MR. ZELINGER: Let's go forward. And if the	
17	witness for some reason interposes an objection, then I	
18	can take that up with the magistrate as well. Because	
19	he's here as a 30(b)(6) witness, and he's not going to	
20	be an appropriate 30(b)(6) witness if I can't get	10:57
21	information on behalf of the corporation from him.	
22	MS. HASTIE: I disagree. A 30(b)(6) witness	
23	can still assert a privilege, just as any individual	
24	could assert a privilege. And maybe maybe it's more	
25	appropriate for him to assert it, but	10:57
	Pa	ge 44

1	MR. ZELINGER: Well, so let's	10:57
2	MS. HASTIE: you are asking about	
3	conversations between in-house counsel that he has with	
4	employees of the corporation that	
5	MR. ZELINGER: I will note	10:57
6	MS. HASTIE: it's for him to assert that.	
7	MR. ZELINGER: I will note that I believe	
8	your objection is improper. You do not represent	
9	Mobex. This	
10	MS. HASTIE: I'm not	10:57
11	MR. ZELINGER: Let me finish, please, for the	
12	record. You do not	
13	MS. HASTIE: Sorry.	
14	MR. ZELINGER: Let me finish. I will tell	
15	you when I'm done.	10:58
16	You do not represent Mobex. I'm asking a question	
17	about an internal Mobex conversation. So I think your	
18	objection is improper and inappropriate.	
19	Now I'm going to move on and ask the witness to	
20	answer the question that I just asked.	10:58
21	But I'm going to ask the court reporter to repeat	
22	the question back if we may.	
23	(The record is read by the reporter.)	
24	THE WITNESS: Well, then I will I will see	
25	where it goes. As a 30(b)(6), I will assert the	10:59
	Pa	ge 45

1	attorney-client privilege.	10:59
2	BY MR. ZELINGER:	
3	Q So is it your view that conversations that you	
4	may have had regarding the location of documents of	
5	Mobex are entitled to the attorney-client privilege as	10:59
6	your in your position as former general counsel of	
7	Mobex?	
8	A Not the location, no.	
9	Q Well, that's what I'm asking you.	
10	A Okay.	10:59
11	Q Okay. I'm asking you, did you ever have	
12	conversations with Mr. Reardon or other employees of	
13	Mobex when I say Mobex, I mean the parent or	
14	A Uh-huh.	
15	Q the subsidiary regarding the maintenance	10:59
16	and location of documents attendant to the Mobex AMTS	
17	stations?	
18	A I I don't I don't recall where the	
19	where where the physical documents regarding the	
20	maintenance of the licenses were. I mean, I I know	11:00
21	they tracked them on the FCC database. I don't know.	
22	That was not really probably my area.	
23	Q When you say "they," whom do you mean by	
24	"they"?	
25	A Probably Tim Smith, John Reardon.	11:00
	Pag	re 46

1	Q Is it your testimony, Mr. Predmore, that	11:00
2	Mr. Reardon maintained company documents attendant to	
3	or having anything to do with the FCC licenses of	
4	Mobex?	
5	A That was probably a collaborative effort. I	11:00
6	renewed a few licenses online, and if that's what you	
7	mean by maintaining documents, that's that's	
8	basically what I recall. And if there was a	
9	spreadsheet to generate, just would print them out,	
10	so	11:00
11	Q When you renewed a license, would you print	
12	out a copy of the license?	
13	A That is probably correct, yes.	
14	Q And where would you put such a copy of the	
15	license?	11:01
16	A That would have been in a binder of FCC	
17	licenses.	
18	Q Where were those binders kept of the company?	
19	A Those Well, I mean, as I recall, they were	
20	kept on a shelf in in the organization, and they	11:01
21	were probably one of those things that were wound up at	
22	some point and stored. I don't recall.	
23	Q Where was that shelf physically in the	
24	company?	
25	A Well, there are a couple companies a	11:01
	Page	e 47

1	couple couple locations. The office was kept in	11:01
2	Alexandria. We moved at least one time. The second	
3	time we were basically locked out of the organization.	
4	So I don't know if we got everything or not. So I know	
5	we there was furniture and other stuff we just could	11:01
6	never retrieve, and they auctioned it off. So there	
7	may have been documents. I don't know.	
8	Q Do you have a recollection specifically of the	
9	binders to which you are referring that contained	
10	FCC-related documents?	11:02
11	A I mean, I I remember what they looked like,	
12	the black binder, it could have been white. But I	
13	remember black FCC licenses. They didn't, if I recall,	
14	say Mobex or MCLM or whatever wouldn't say MCLM	
15	but Network Services or whatever it was.	11:02
16	Q Who was the employee or officer of the company	
17	who would most regularly access those documents?	
18	A I I don't know that anyone accessed them	
19	more regularly than the other. It's I certainly	
20	didn't go in and look at them with regularity. If I	11:02
21	was if we had and things are coming back here.	
22	We had a person who maintained licenses who helped us	
23	with a law firm, so	
24	Q Who was that?	
25	A Law firm of Keller Heckman. Elizabeth	11:02
	Pag	ge 48

1	Buckley.	11:03
2	Q Did she keep a duplicate set of the documents	
3	at her law firm?	
4	A I can't say she did, but I assume so.	
5	Q Your recollection is that she assisted Mobex	11:03
6	the company, in the maintenance of its FCC files?	
7	A Yeah. That that may have been that may	
8	have been early, but I do know she assists assisted,	
9	and there was another individual who also helped later,	
10	Jonathan Lunefeld, I believe, is the name.	11:03
11	Q Also from the same law firm?	
12	A No, no. He was he was independent. I	
13	think I don't understand the relationship. I think	
14	he worked at that law firm before, but I do know we had	
15	help maintaining those licenses.	11:03
16	Q What was the nature of assistance these people	
17	provided in connection with these documents?	
18	A I believe they monitored the licenses and	
19	and would let us know they would renew them for us	
20	if if they were expiring.	11:03
21	Q Were copies of those licenses and other	
22	documents were kept by those people at your company	
23	headquarters?	
24	A They probably were, yeah.	
25	Q Would Mr. Reardon have had regular access to	11:04
	Pag	e 49

those documents? A He may have. Yeah.	11:04
Q Well, do you know him to have had regular	
access to those documents?	
A I don't know. No.	11:04
Q How about Mr. Smith?	
A I don't I don't think I don't know.	
Q You do know, however, based upon your previous	
testimony, that there was some requirement to maintain	
documents in connection with FCC licenses; is that	11:04
correct?	
A I I assume so, yes.	
Q And do you know whether there was any	
obligation to maintain those documents in connection	
with the sale of the underlying FCC-related assets?	11:04
A I had very little to do with that sale. So, I	
mean, I helped out here and there. The FCC stuff was	
not my area of expertise, so	
Q Did you ever have occasion to discuss with	
anybody at the company how those documents would be	11:04
transferred to the purchaser of the FCC-related assets?	
A I did not have those discussions. I I I	
was if I recall, we had outside counsel helping that	
transaction, and I was not very significantly involved.	
Q Do you recall who the outside counsel was?	11:05
Pa	ge 50
	A I don't know. No. Q How about Mr. Smith? A I don't I don't think I don't know. Q You do know, however, based upon your previous testimony, that there was some requirement to maintain documents in connection with FCC licenses; is that correct? A I I assume so, yes. Q And do you know whether there was any obligation to maintain those documents in connection with the sale of the underlying FCC-related assets? A I had very little to do with that sale. So, I mean, I helped out here and there. The FCC stuff was not my area of expertise, so Q Did you ever have occasion to discuss with anybody at the company how those documents would be transferred to the purchaser of the FCC-related assets? A I did not have those discussions. I I I was if I recall, we had outside counsel helping that transaction, and I was not very significantly involved. Q Do you recall who the outside counsel was?

1	A I do not.	11:05
2	Q Okay.	
3	A Maybe a South Carolina law firm. I don't	
4	recall.	
5	Q Who in addition to you wound up Mobex's	11:05
6	affairs?	
7	A I had help. John Reardon, Tim Smith helped,	
8	but I guess I was pretty much kind of leading the	
9	charge best I could, so	
10	Q Who was the CEO of the parent company at the	11:05
11	time the affairs were were wound down?	
12	A Kind of in a it could have been me. I	
13	mean, I we never had, I think, established a title	
14	for me. So I think you have seen in some of the	
15	documentation sometimes I was probably president,	11:06
16	sometimes I was CEO not CEO COO, something like	
17	that, so	
18	Q Who conferred these titles on you for purposes	
19	of your disclosure in these documents?	
20	A That probably would have been done by the	11:06
21	board, if I remember correctly.	
22	Q Do you recall that there were resolutions	
23	naming you as officer of Mobex?	
24	A I recall there were. I don't have them, but I	
25	do recall that that was the case.	11:06
	Pag	ge 51

1	Q And those documents would have been board	11:06
2	minutes for the parent company?	
3	A For For Mobex, yes. Yeah.	
4	Q For Mobex the parent company or Mobex the	
5	subsidiary?	11:06
6	A The parent company, I believe.	
7	Q And you do not know where those board minutes	
8	are at this point?	
9	A I don't I don't have them. I searched,	
10	so	11:06
11	Q But your best recollection, they should have	
12	been among the 49 boxes stored in Virginia?	
13	A Should have been? I don't know that they	
14	should have been. They could have been, yes.	
15	Q Would they have gone anywhere else based upon	11:07
16	your	
17	A No, I don't believe so.	
18	Q Now, is it your best recollection that the	
19	documents in Louisville and in Jeffersonville were	
20	destroyed or do you have any other information about	11:07
21	where they may have gone?	
22	A I I I don't have any idea, no.	
23	Q No, you never had any discussion about the	
24	survivability of those documents?	
25	A I did have discussions with with various	11:07
	P	age 52

1	people, other people who managed the accounts as to	11:07
2	what was going on with them, what's in there, long ago,	
3	but I never got a good answer.	
4	Q Do you recall with whom you had those	
5	discussions?	11:07
6	A I I don't. Maybe Sharon Watkins, maybe. I	
7	don't know. I'm trying to think of some other I	
8	barely remember anyone there anymore, but	
9	Q Do you know how many boxes of documents were	
10	at the Louisville facility?	11:07
11	A Well, when I when you say the Louisville	
12	facility, do you mean Iron Mountain or where they	
13	stored I believe they had hundreds in Iron Mountain,	
14	but those were related to the the WATERCOM company	
15	because I don't I don't believe anything was stored	11:08
16	thereafter. But what was actually in the	
17	Jeffersonville offices, I I don't know what happened	
18	to any records that may have been kept there.	
19	Q Jeffersonville was a corporate office?	
20	A That was like an operations office for the	11:08
21	WATERCOM.	
22	Q Have you any idea how many boxes of documents	
23	were stored there?	
24	A I don't know. I don't know how many were	
25	stored within the office itself.	11:08
	Pag	ge 53

1	Q Do you have any idea where those documents	11:08
2	were transferred upon the dissolution of the company?	
3	A Well, I don't think they were transferred. I	
4	don't recall, no. I I they I mean, they were	
5	not transferred, to the best of my knowledge.	11:08
6	Q What happened to them?	
7	A I I don't know.	
8	Q Do you know whether MCLM took control of the	
9	Jeffersonville office?	
10	A I I I don't recall. I thought they	11:09
11	moved to smaller offices from the big one and and	
12	and there was a skeleton crew moving, you know, to	
13	MCLM, if I remember correctly, but	
14	Q Do you have a recollection that MCLM personnel	
15	took over the Jeffersonville office after the asset	11:09
16	purchase?	
17	A Well, they certainly weren't Mobex. So I	
18	believe it was MCLM.	
19	Q So you believe that the Jeffersonville office	
20	was maintained in existence after the asset purchase of	11:09
21	Mobex assets by MCLM?	
22	A I don't recall. Because at some point, it	
23	went down to just I believe there was a skeleton	
24	crew of five people, and John John Reardon I	
25	don't recall. John Reardon was the only employee at	11:09
	Page	e 54

1	one point of MCLM. I I don't recall. I was not	11:09
2	focused on the MCLM.	
3	Q To the best of your recollection, from where	
4	was John Reardon working at the time of the asset	
5	purchase by MCLM of Mobex assets?	11:10
6	A From from from his home, I believe.	
7	Q And where was that?	
8	A In Alexandria, Virginia.	
9	Q And do you know whether any MCLM employee was	
10	working out of the Jeffersonville location?	11:10
11	A I can't say for sure. I I I don't know.	
12	Q When you talk about Louisville, by	
13	"Louisville" do you mean the Iron Mountain repository?	
14	A No. There is I should say Jeffersonville,	
15	not Louisville. They are right across the river.	11:10
16	Jeffersonville there was an office in Jeffersonville	
17	Indiana, a large operations office.	
18	At some point that was they moved to a smaller	
19	office. The Iron Mountain facility was a separate I	
20	don't know where that even existed in the area.	11:10
21	Q You have testified that you had very little to	
22	do with the FCC matters involved in the acquisition by	
23	MCLM of Mobex assets; is that correct?	
24	A That's correct.	
25	Q What was the nature of your involvement, if	11:11
	Pag	ge 55

1	any, in connection with the asset purchase by MCLM of	11:11
2	Mobex assets?	
3	A Maybe some minor due diligence. I don't I	
4	don't recall. It wasn't I was I was definitely	
5	not the lead on that. I probably didn't have any	11:11
6	experience for that, so	
7	Q Who performed the due diligence that you're	
8	referring to?	
9	A Well, I I think we had a firm assisting us	
10	on that matter. Again, I don't recall. It's not	11:11
11	It's not a firm I retained, so I don't know.	
12	Q You're referring to a law firm that Mobex	
13	retained for purposes of the due diligence by MCLM for	
14	purposes of the asset purchase of Mobex FCC-related	
15	assets?	11:11
16	A Please say again.	
17	Q Did Mobex retain a law firm to assist Mobex in	
18	connection with the MCLM asset purchase?	
19	A I I did not. But I I don't I don't	
20	recall. I Again, it's it's not something I was	11:12
21	actively involved in. I don't so I I just don't	
22	recall.	
23	Q Do you know what the nature of the due	
24	diligence process was that this firm that Mobex	
25	retained was engaging in? Let me strike that. Let me	11:12
	Pag	e 56

1	just ask the question.	11:12
2	What did this due diligence firm do for Mobex?	
3	A I may have I may have misspoke as far as it	
4	being due diligence. I know there was a firm	
5	shouldn't say I know. I'm pretty sure there was a firm	11:12
6	helping in the matter. Again, but it's not something I	
7	assisted with. I'm sure I was someone, if I recall	
8	right, as mainly just go through and double-check some	
9	of the work that was done, contracts and spot issues.	
10	I didn't negotiate. I didn't do anything like that, so	11:13
11	I don't know.	
12	Q Did any personnel either within Mobex or	
13	retained by Mobex inspect any of the stations in	
14	connection with the purchase of Mobex assets by MCLM?	
15	A That If anyone were to do that, it would	11:13
16	have been the engineering staff. And again, I don't	
17	that's something I don't know much about. I know Tim	
18	Smith really handled the construction and inspections,	
19	and he I believe may have had a crew that assisted	
20	him as well. I don't know. I don't know who.	11:13
21	Q Were you familiar with the status of the	
22	stations at the time that MCLM acquired them from	
23	Mobex?	
24	A The hundreds of the stations? I mean, I was	
25	under the belief and I know this is an issue I	11:14
	Page	e 57

1	was under the belief they were constructed, but I	11:14
2	didn't you know, I can't tell you more than that. I	
3	don't know.	
4	Q What is your understanding, Mr. Predmore, of	
5	what it means for a station to have been quote, unquote	11:14
6	"constructed"?	
7	A I I have Again, my based on the	
8	you know, the little I've read on this, I mean,	
9	sometime I mean it's it I mean, there is	
10	varying opinions as to what constitutes construction.	11:14
11	My opinion I don't think really is relevant.	
12	I do know there were systems up and running, but I	
13	have read construction or I heard by maybe these FCC	
14	licensing people, Elizabeth and Jonathan maybe, I don't	
15	recall, that just something that's transmitting	11:15
16	intermittently constituted construction. That was one	
17	view. There were other views so, you know, my opinion	
18	I I don't I don't really I don't know.	
19	Q When you say systems up and running, what do	
20	you mean by that?	11:15
21	A Well, we I know with Motorola we had some	
22	markets that were running and actually had customers on	
23	them, and other systems throughout the country had	
24	customers, so	
25	Q Do you know whether you had a number of	11:15
	Pa	ge 58

1	stations for which you did not have customers? 11:15	
2	A I I I don't know. I I I	
3	can't say that there were any without customers.	
4	I I I can't say. I don't know.	
5	Q Do you know whether each of the stations that 11:15	
6	Mobex had, had customers?	
7	A Again, there were hundreds of stations. Maybe	
8	there were some that just were transmitting and didn't	
9	have customers, but I don't know.	
10	Q Was it within your responsibility to know this 11:16	
11	information?	
12	A I really was I just really wasn't an FCC	
13	attorney so, no.	
14	Q Who acted as the FCC attorney for Mobex?	
15	A We Well that's We We had 11:16	
16	outside I I know we used Keller and Heckman for	
17	some of these things, so	
18	Q How about	
19	A And I Curt Brown, he also alerted us. I	
20	think that's the name, an attorney in the DC area, 11:16	
21	maybe Northern Virginia. I I I mean, there were	
22	several attorneys that we used, and I just remember	
23	some correspondence with them.	
24	Q Who was the attorney within Mobex who would	
25	communicate with these FCC external experts? 11:16	
	Page 59	

1	A Sometimes that would be me. But when they	11:16
2	would notify me, they you know, I'd get a message	
3	this is I'm thinking due to expire or whatever.	
4	And then and then, yeah, renew it, a license or	
5	something.	11:17
6	I'm sure sometimes they probably contacted John	
7	Reardon out of habit, but I don't know.	
8	Q Would it have been Mr. Reardon or you who had	
9	regular communications with your outside FCC counsel?	
10	A Again, I think it was both. And it wasn't	11:17
11	I don't know how regular, regular is. I don't recall	
12	it coming to me all that often.	
13	Q Did you have	
14	A Couple times a year. I'm sorry.	
15	Q Did you have strategic discussions with your	11:17
16	outside FCC counsel?	
17	A I did not have strategic discussions with	
18	them. That was probably something John Reardon had.	
19	Q What was the nature of the discussions you	
20	would usually have with FCC counsel for the company?	11:17
21	A Really that would be renewing licenses. That	
22	was pretty much it. If they would alert me to	
23	something, was maybe and this could have this	
24	could have been the 700 and 800 megahertz licenses. I	
25	don't recall. I mean, I'm trying to get the timeframe	11:18
	Pag	ge 60

1	for you, but I don't know. 11:18
2	Q Who would make a determination as to whether a
3	license should be renewed?
4	A I I guess I would ask them and, you know,
5	I I would generally just renew them, so 11:18
6	Q What does that mean?
7	A I would generally just ask them to renew them
8	for me. I mean, I you know, I can't remember the
9	conversations I had with these individuals. They
10	would they would usually tell me what it was and 11:18
11	Q Were you familiar at the time with the
12	requirements for renewal of an FCC license?
13	A I relied on on our counsel. So I No.
14	Probably not.
15	Q Would you have known if it was the case, that 11:18
16	lack of construction of a station prevented renewal of
17	a license?
18	A I don't know which point in time that did
19	you know, I mean eventually at one point I did become
20	aware of that, yes, you know, that they needed to be 11:19
21	constructed.
22	Q Did you ever seek or do you know whether
23	anybody on behalf of the company sought a renewal of a
24	license where the station had not been constructed?
25	A No. I mean, I'm not aware of that. I do not. 11:19
	Page 61

1	If if if that were the case, we probably would	11:19
2	have actually constructed, you know.	
3	Q Do you remember a certain FCC audit of the	
4	number of the company stations?	
5	A I do not. No.	11:19
6	Q Do you recall that a number of the company's	
7	licenses were canceled in connection with an FCC audit?	
8	A I I think I have seen that in some of	
9	the Havens' correspondence, but that is the only	
10	reason I'm aware of that.	11:19
11	Q Do you ever recall having drafted or put	
12	together an affidavit on behalf of the company in	
13	connection with the cancellation or construction of	
14	stations attendant to the company's FC Strike that.	
15	Let me ask the question again.	11:20
16	Did you ever draft an affidavit where you attested	
17	to the status of the construction of the company's	
18	stations?	
19	A I I don't recall. No. I mean, you're	
20	asking, so I'm assuming maybe there is something out	11:20
21	there, but I don't recall.	
22	Q Right. Right.	
23	A Yeah.	
24	Q Do you recall having drafted an affidavit or	
25	declaration in connection with the status of any of the	11:20
	Pa	ge 62

1	stations at all?	11:20
2	A I I don't recall.	
3	Q Is that information that you would normally	
4	have had at your disposal?	
5	A That's That would have been something I	11:20
6	would have I would have if I was asked that	
7	question, asked, you know, for guidance on on, you	
8	know, from Tim Tim Smith or or or, you know,	
9	Keller and Heckman or someone like that. I mean,	
10	because it's something I could not answer, so	11:20
11	Q So it's your testimony that you didn't have	
12	the FCC legal expertise contemporaneous with your	
13	employment as counsel at Mobex to make a determination	
14	under FCC regulations that a particular station was	
15	constructed or not?	11:21
16	A That's probably correct.	
17	Q Is it your understanding that a station needs	
18	to generate revenues in order to have been constructed?	
19	A No. That wasn't my understanding.	
20	Q Did you have a different understanding?	11:21
21	A I As I previously stated, I I had heard	
22	in or read various different opinions as to what	
23	constituted construction. It didn't some claim has	
24	to generate revenue. Others simply having a	
25	transmitter up there transmitting. Which one is	11:21
	Pa	ge 63

1	correct, I do not know.	11:21
2	Q I apologize. I didn't mean to interrupt you.	
3	You testified that you didn't personally have this	
4	expertise with respect to FCC law; correct?	
5	A In retrospect, I think that is correct, yes.	11:22
6	Q I am not looking to nail you.	
7	A I don't know.	
8	Q I'm trying to find out what was the name As	
9	lawyers, we all know we have certain expertise, and	
10	that is why we reach out when we don't.	11:22
11	A Yeah.	
12	Q So my next question, Mr. Predmore, is, did the	
13	company take a position with respect to what	
14	constituted construction of a station in connection	
15	with an FCC license?	11:22
16	A I I don't I'm I'm sure the company	
17	took the position they were constructed. I'm not sure	
18	they ever stated out there what constitutes	
19	construction.	
20	Again, what I what I related to you, what I	11:22
21	have heard constitutes and I didn't provide legal	
22	advice saying, "All you have to do is transmit and that	
23	constitutes construction."	
24	I'm just I was just relaying what I had heard	
25	constitutes construction, which what position Mobex	11:22
	Pag	ge 64

1	or Network Services took regarding construction, I I 1	1:23
2	don't know.	
3	Q Do you know who at the company would have made	
4	such a determination?	
5	A That probably would have been John Reardon in 13	1:23
6	consultation with outside counsel.	
7	Q Did John Reardon provide non-legal executives	
8	of the company legal advice with respect to FCC law?	
9	A I I don't know.	
10	Q Were you ever present when he provided advice 13	1:23
11	or counsel with respect to FCC law to non-legal	
12	officials of the company?	
13	A No. No.	
14	Q Did John Reardon make the decisions with	
15	respect to the FCC licenses of the company?	1:23
16	A Clarify decisions, please.	
17	Q To seek, for example, a renewal.	
18	A Again, I think I stated that I would, you	
19	know, someone told me that it needed renewal. I would	
20	seek to renew it. I'm sure John Reardon could have 11	1:23
21	done the same. I don't know.	
22	Q Who would make a decision whether or not to	
23	allocate funds or resources to construct a station?	
24	A I I don't know. My recollection would be	
25	that would you know, that would that was more 13	1:24
	Page	65

1	probably a group effort of management business	11:24
2	decision.	
3	Q Who led that group for purposes of making a	
4	group effort?	
5	A I'm assuming John Reardon.	11:24
6	Q And what position would he have led that	
7	effort? Was he chairman? President? CEO? COO? CAO?	
8	General counsel?	
9	A No. I think at the time at the time	
10	probably president and CEO if I'm if I got the	11:24
11	timeframes right. And, you know, I I recall just	
12	vaguely discussions about maybe which markets to build,	
13	and I'm sure maybe there were some that were not, you	
14	know, and I don't know if they were decided not to	
15	construct them.	11:25
16	Q Did Mr. Reardon ever seek your advice with	
17	respect to whether or not to construct a station for an	
18	FCC license?	
19	A No.	
20	Q Did he ever seek your advice regarding whether	11:25
21	certain standards were met for purposes of FCC	
22	applications?	
23	A No.	
24	Q Do you recall rendering any legal advice in	
25	connection with meeting FCC standards or requirements	11:25
	Pag	je 66

1	for purposes of FCC submissions by the company?	11:25
2	A I I don't recall, no.	
3	Q Records regarding the construction and	
4	operation of stations by Mobex would have been kept	
5	where?	11:26
6	A Again, I think in that we had some binders	
7	there with with and I'm pretty sure they said	
8	they were constructed.	
9	As I recall, they were they were papers that	
10	were downloaded from the FCC. You know, you see the	11:26
11	license and all the parameters, and construct it,	
12	whatever. If I recall correctly, I don't know.	
13	Q Is it your recollection those documents would	
14	have been among the boxes stored in Virginia?	
15	A I Again, I think they would have been	11:26
16	there. They could have. They could have been on the	
17	shelf. For all I know, I I I don't know. That	
18	maybe they were left in the offices, but I I don't	
19	know.	
20	Q How about construction documents, documents	11:26
21	with respect to the hiring of outside contractors to	
22	either build or acquire a tower, where would those have	
23	been kept?	
24	A Those would mostly be kept in the	
25	Jeffersonville offices.	11:27
	Pa	ge 67

1	Q	And equipment purchase records, same?	11:27
2	А	There as well.	
3	Q	Leases for the real estate in connection with	
4	the main	tenance of stations?	
5	А	We had some of the leases in those in those	11:27
6	boxes.		
7	Q	In Virginia?	
8	А	Yes.	
9	Q	Do you know whether MCLM took any of those	
10	boxes?		11:27
11	А	I No, I don't think so.	
12	Q	Do you know whether Mr. Reardon removed any of	
13	the boxes	s from the Virginia facility?	
14	A	Pretty sure he has never been to the Virginia	
15	facility		11:27
16	Q	Did you ever discuss with him the documents	
17	maintaine	ed in the Virginia facility?	
18	А	Probably had some discussions with them,	
19	but I	mean I mean, "They are stored here. I need	l
20	money to	pay for them," but that was it.	11:27
21	Q	Do you recall drafting a declaration in	
22	connection	on with the boxes in the Virginia facility?	
23	A	That is one I think I mentioned before that I	
24	recall.		
25	Q	And do you recall having a conversation with	11:28
		P	age 68

1	Mr. Reardon at that time about the documents in the	11:28
2	Virginia facility?	
3	A Uh-huh. Uh-huh.	
4	Q Did Mr. Reardon instruct you regarding what	
5	you should state in your declaration at the time?	11:28
6	A No, no. I think that was a collaborative	
7	effort, but I don't think he told me, you know, I had	
8	to put anything in there. "If it's not correct, don't	
9	sign it," so	
10	Q Did you ever learn, Mr. Predmore, the	11:28
11	documents that were kept in the Virginia facility	
12	indeed were not destroyed?	
13	A I eventually learned.	
14	Q How did you learn that fact?	
15	A That that was probably through John Reardon	11:28
16	and all this, you know, the pleadings I have seen.	
17	Q Do you know whether anyone contacted NCASS,	
18	the National Capital Archives	
19	A Uh-huh.	
20	Q regarding whether the documents were in	11:28
21	existence prior to your stating in writing in your	
22	declaration that they were destroyed? I'll start	
23	again.	
24	A Yes.	
25	Q I think that you wrote in a declaration your	11:29
	Pa	ge 69

1	belief at the time the documents at the national	11:29
2	capital archives facility had been destroyed; is that	
3	correct?	
4	A Uh-huh. That is correct.	
5	Q Did you or anyone else, to your knowledge,	11:29
6	contact the facility to find out if those documents had	
7	indeed been destroyed?	
8	A No. I I did not. I had several	
9	discussions with them at some point, and they kept	
10	telling me that if you don't pay, they are going to be	11:29
11	thrown basically in a trash can, you know, and we	
12	they discussed I mean, I I wanted you know, I	
13	wanted to keep them maintained, so I kept paying.	
14	They offered me the opportunity to incinerate them	
15	or shred them or ways to safely destroy them, which I	11:29
16	did not want to do.	
17	So, you know, I said, "There is no more money."	
18	This is I you know, "I'm not going to pay to	
19	destroy them but, you know, I just can't pay anymore."	
20	That is when they said, "We're going to have to	11:30
21	dump them in the trash."	
22	Whether that is a negotiation tactic, I don't	
23	know, but that was my belief.	
24	Q At that time did you take it upon yourself to	
25	have a conversation with Mr. Reardon or anyone else at	11:30
	Pag	ge 70

1	MCLM regarding maintenance and/or transfer of those	11:30
2	documents?	
3	A I do not. I don't know.	
4	Q Didn't you believe that those documents would	
5	have value to the purchasers of the Mobex assets?	11:30
6	A Those, I again, I I will there may	
7	have been some in there, but I I I don't I	
8	don't I don't know.	
9	Q Did you contemporaneously when I say	
10	contemporaneously, at or about the time you learned or	11:30
11	believed that these documents were going to be	
12	destroyed	
13	A Uh-huh.	
14	Q by NCASS, did you alert or notify	
15	Mr. Reardon or anybody at MCLM regarding the impending	11:31
16	destruction of these Mobex documents?	
17	A I I guess I probably would have, but I	
18	I again, and this was back when I was I was	
19	closer and probably had a better idea what was in	
20	them I just didn't think anything most likely was	11:31
21	or at least maybe that's their determination as well,	
22	there was nothing in there that they wanted. I mean, I	
23	was pretty much of the opinion that everything MCLM	
24	needed, all the records that was that was, you	
25	know, taken care of during the in the purchase	11:31
	Pag	ge 71

1	process.	11:31
2	Q Who do you believe had taken care of that	
3	process, the process of transferring documents of Mobex	
4	to MCLM in connection with the purchase price?	
5	A Well, I know during the purchase, they did	11:32
6	their due diligence on the licenses and they you	
7	know, they again, it's all anything relevant to	
8	the licensing, land leases. I'm sure that was all	
9	provided as part of the purchase agreement.	
10	Q When you said "they did their due diligence,"	11:32
11	by "they" do you mean MCLM or their representatives?	
12	A Yes. The purchasers and their firm.	
13	Q Do you recall who their representatives were	
14	that performed this due diligence?	
15	A I don't recall.	11:32
16	Q Was it a law firm?	
17	A No. I do believe it was a law firm.	
18	Q And were representatives of this law firm	
19	present in the Mobex offices for purposes of doing due	
20	diligence?	11:32
21	A No. Because I'm not I'm thinking of the	
22	timing, I'm not sure we were operating out of the	
23	office at that time, but I don't recall.	
24	Q Do you recall whether Mobex duplicated	
25	documents, copies, for example, of leases, equipment	11:32
	Pa	ge 72

1	purchases, orders, other documents attendant to its	L1:32
2	stations in FCC licenses for review and due diligence	
3	by MCLM?	
4	A That that there that was probably	
5	done, yes. I mean, I would think it had to have been	11:33
6	done, yes.	
7	Q Do you recall having been involved in that	
8	process?	
9	A Maybe slightly. I mean, I I mean, I think	
10	that was more or less my role every now and then. When	11:33
11	they needed a document, I would try to find it and	
12	provide it. But the whole sale, you know, production	
13	of documents was not my what I was doing.	
14	Q So it is your recollection that on occasion,	
15	you would be requested to produce for MCLM's due	11:33
16	diligence documents having to do with the status of	
17	Mobex's assets?	
18	A Yeah. I think that's fair.	
19	Q And it's also your testimony that you don't	
20	know who performed the wholesale collection or	11:33
21	gathering of documents or duplication thereof for	
22	purposes of MCLM's due diligence of the of the Mobex	
23	assets?	
24	A I Yeah, I do not recall. Again, I think I	
25	vaguely remember an attorney or a firm in maybe South	11:34
	Page	73

1	Carolina, and I may not be correct on that, but	11:34
2	Q That was a firm representing Mobex who would	
3	have gathered those documents?	
4	A I don't recall.	
5	Q Do you know whether MCLM engaged in anything	11:34
6	other than review of documents for purposes of its due	
7	diligence of the Mobex assets?	
8	A I don't I don't recall that.	
9	Q Do you know whether representatives of MCLM	
10	went on site to any of the Mobex stations to determine	11:34
11	their status?	
12	A I don't know.	
13	Q Do you know whether MCLM asked or requested	
14	information from Mobex regarding whether any of these	
15	stations was active or up and running?	11:35
16	A I don't know. I assume they did. I don't	
17	know.	
18	Q You have one way to assume they did; right?	
19	Sounds like you did not have an active	
20	participation in the actual transfer of assets to MCLM	11:35
21	in connection with the purchase of assets by MCLM for	
22	Mobex; is that correct?	
23	A That would be a correct statement.	
24	Q Who would Who within the legal department	
25	at Mobex led that effort?	11:35
	Pag	re 74

1	A The legal department was me. I mean, I was	11:35
2	the one attorney. John Reardon, also a lawyer by	
3	trade, I think pretty much handled the MCLM deal.	
4	Q So it's fair to say that Mr. Reardon handled	
5	or directed the review or due diligence	11:36
6	A Uh-huh.	
7	Q of Mobex's assets for purposes of MCLM's	
8	acquisition of Mobex's assets?	
9	A Yeah. I think it's fair up until the point	
10	where he Yeah. I had left the company, and then I	11:36
11	had to obviously represent Mobex in that position.	
12	Q At what point did Mr. Reardon leave the	
13	company?	
14	A I I don't recall. 2006, same timeframe.	
15	Maybe 2005. I don't remember.	11:36
16	Q Putting aside the specific date when he left	
17	the company, was there an event that occurred which	
18	precipitated his departure from Mobex?	
19	A By event?	
20	Q Why did he leave Mobex?	11:36
21	A Because it was being wound up, and he was	
22	my recollection was going to be hired to to continue	
23	in that capacity for MCLM.	
24	Q So he left Mobex at or about the time that	
25	MCLM purchased the assets of Mobex?	11:37
	Pag	e 75

1	A Yes, I believe so.	11:37
2	Q After MCLM purchased the assets of Mobex, did	
3	Mr. Reardon immediately depart Mobex employ?	
4	A It was It was Yeah, I believe so.	
5	Q So you became the CEO, CFO, COO, CAO, general	11:37
6	counsel, and any other officer of Mobex that was	
7	required at or about the time that MCLM acquired the	
8	assets of Mobex; is that correct?	
9	A I I let me I that may be correct.	
10	There may have been a few other individuals who didn't	11:37
11	leave. I don't recall when it was just me.	
12	But at one point, I did basically just wear all	
13	the hats to wind it up.	
14	Q Was there a time, Mr. Predmore, when you were	
15	an employee of MCLM?	11:38
16	A No. Huh-uh.	
17	Q Were you ever paid a salary by MCLM?	
18	A No.	
19	Q Were you ever characterized, to your	
20	knowledge, as an associate counsel of MCLM?	11:38
21	A No.	
22	Q Do you believe that if you had been so	
23	characterized, that would be an inaccurate statement?	
24	A Yeah. I think so. Uh-huh.	
25	Q When you left your duties in connection with	11:38
	Pa	.ge 76

1	Mobex		11:38
2	А	Uh-huh.	
3	Q	what was your status?	
4	А	When I left?	
5	Q	When you left your duties, that is, having	11:38
6	anything	to do with Mobex, at the time you left,	
7	exercisir	ng duties in connection with Mobex, what was	
8	your stat	cus?	
9	A	I was employed as an attorney at the National	
10	Rural Ele	ectric Cooperative Association.	11:38
11	Q	That was subsequent to your employ by Mobex?	
12	A	Yes.	
13	Q	Okay. So when you left Mobex	
14	A	Uh-huh.	
15	Q	what was your status as a Mobex employee?	11:38
16	Were you	a Mobex employee? Were you volunteering your	
17	time? Wh	nat was your status?	
18	A	It was pretty much volunteering my time. Just	
19	take care	e of any loose ends that would come up, so	
20	Q	Was anybody paying for your services	11:39
21	A	No.	
22	Q	you were rendering at that time?	
23	A	No.	
24	Q	For what period of time would you say that you	
25	provided	services to Mobex and/or MCLM without any kind	11:39
		Pag	ge 77

1	of remun	neration?	11:39
2	А	Well, probably from about March of 2006.	
3	Q	Until?	
4	А	I never received anything after March 2006.	
5	Q	When did you cease providing any services in	11:39
6	connecti	on with Mobex?	
7	А	Oh, well, I guess I still am. I mean, every	
8	now and	then an IRS audit would come up or I try to	
9	help as	best I can.	
10	Q	This is the gift that keeps on giving?	11:39
11	А	It is.	
12	Q	Did you receive any kind of remuneration in	
13	connecti	on with the asset purchase of MCLM by Mobex?	
14	А	No.	
15	Q	Were you a stockholder of Mobex?	11:39
16	А	No.	
17	Q	Did you have any equity interest in Mobex?	
18	А	No.	
19	Q	Was the sole source of your remuneration at	
20	Mobex sa	alary?	11:40
21	А	Yes. I did receive, you know, a payment at	
22	the end	just for winding it up, now that I think of i	t,
23	but that	t's that's it.	
24	Q	That was in the nature of a bonus?	
25	А	Yes.	11:40
			Page 78

1	Q Can you recall when or about when you received	11:40
2	that bonus payment in connection with your winding up	
3	services?	
4	A Had to be right around 200 2006 timeframe.	
5	Q At or about March 2006?	11:40
6	A Yeah. Uh-huh.	
7	Q I think we should take a break for five or ten	
8	minutes.	
9	What do you think?	
10	A If you need one.	11:40
11	MR. ZELINGER: Let's take a break for five or	
12	ten minutes.	
13	(A recess is taken.)	
14	BY MR. ZELINGER:	
15	Q Mr. Predmore, you testified that you continue	11:51
16	to do some work in connection with Mobex or answer	
17	questions or inquires.	
18	Can you tell me what the nature of the work or	
19	inquiries you are now responding to are?	
20	A Really this deposition. Pretty much been left	11:51
21	alone for a while, so	
22	Q When is the last time before this deposition	
23	that you recall doing something in connection with	
24	Mobex?	
25	A I believe it's been several years. May have	11:52
	Pag	ge 79

1	been that affidavit about the boxes. I may be off on	11:52
2	the timing, but	
3	Q Do you know what happened to the documents you	
4	testified were stored at Iron Mountain?	
5	A No, I do not.	11:52
6	Q How many boxes approximately were stored	
7	there?	
8	A I I always heard it was in the hundreds,	
9	like 300.	
10	Q Who did you hear that from?	11:52
11	A Maybe I'm guessing Sharon Watkins. Maybe	
12	Tim Smith.	
13	Q Do you know who is responsible for	
14	transporting documents to Iron Mountain from the	
15	company?	11:53
16	A No, I do not.	
17	And it was my understanding that they there	
18	were no new documents there, I believe. They were	
19	mainly just things that had been there for several	
20	years, maybe before Mobex acquired WATERCOM, so	11:53
21	Q So is it your testimony that Iron Mountain	
22	repository did not contain documents but something	
23	other than documents?	
24	A I don't It contained documents for	
25	WATERCOM, my understanding, that were in existence	11:53
	Pag	ge 80

1	before Mobex acquired WATERCOM. I'm not sure anything 11	:53
2	new had been there. I think probably kept on site.	
3	Q Were there any documents that the company had	
4	for Regionet?	
5	A Regionet? There should have been binders for 11	:53
б	them. I remember two the brown you know, the	
7	purchase agreement.	
8	Q Where was that Purchase Agreement left?	
9	A Those, I think, would have been on the shelf.	
10	Maybe put in those boxes, but that's something I recall 11	:54
11	seeing on the shelves	
12	Q And by	
13	A at the time.	
14	Q By "those boxes," do you mean the boxes kept	
15	in the Virginia facility?	:54
16	A Yes.	
17	Q Is it your best recollection that the asset	
18	purchase agreements in general were removed to boxes in	
19	the Virginia facility?	
20	A I think that's probably the case, yes. 11	:54
21	Q Those asset purchase agreements were kept in	
22	binders on the same shelf at the Mobex headquarters?	
23	A Yes.	
24	Q And those asset purchase agreements of	
25	whatever nature were probably put in the boxes that 11	:54
	Page 8	31

1	were stored in Virginia?	11:54
2	A That That Yeah, I would think so.	
3	Q And those APA binders were kept on shelves at	
4	Mobex headquarters where?	
5	A There Could have been a couple places.	11:55
6	Probably in in my office, on a shelf of just	
7	general, you know, you had the corporate books and	
8	and purchase agreements and and again, I'm not sure	
9	we ever packed them up or got them out of there, but	
10	I If we did, it would probably be in those boxes.	11:55
11	Q And your office was in Alexandria?	
12	A Yes.	
13	Q What other offices would those documents have	
14	been kept at?	
15	A I There may may have been copies in	11:55
16	in in the Jeffersonville office, but I don't know.	
17	I did not see them there, but	
18	Q We used to refer to a final binder or asset	
19	purchase agreement as a Bible. Have you ever heard	
20	that?	11:55
21	A I never heard it referred to as a Bible, but	
22	that makes sense.	
23	Q Were those asset purchase agreements, were	
24	they prepared in duplicate or was there only one copy	
25	kept at the company?	11:56
	Pa	age 82

1	A	I recall there being duplicates, yes.	11:56
2	Q	Would Mr. Reardon had a duplicate of each of	
3	the asse	t purchase agreements?	
4	А	He may have, yes.	
5	Q	Do you know whether he had any?	11:56
6	А	I can't say definitively, but I I Yeah	
7	I can't :	say definitively.	
8	Q	Did he have an office in proximity of yours?	
9	А	I was Yeah, I was at one of the end of th	е
10	office;	he was at the other.	11:56
11	Q	Were you ever in his office?	
12	А	Occasionally, yeah.	
13	Q	Do you recall seeing in his office copies of	
14	the asse	t purchase agreements of the company?	
15	А	Probably, yes. Especially if he's working of	n 11:56
16	it, so		
17	Q	Do you know how you were the lucky one to be	
18	chosen to	o speak on behalf of Mobex at this deposition	?
19	А	I was really the only one left at the end of	
20	the day,	so	11:56
21	Q	Do you believe that you were the best	
22	individua	al to speak to the FCC-related issues of the	
23	company?		
24	А	The FCC issues? Probably not. No.	
25	Q	Who would be the person most knowledgeable a	t 11:57
			Page 83

1	Mobex to address Mobex business and regulatory	11:57
2	regulatory handling of FCC issues?	
3	A John Reardon and and maybe Tim Smith	
4	regarding construction.	
5	Q Is Tim Smith Where is Tim Smith currently	11:57
6	employed?	
7	A I I don't I don't know the specific	
8	name. I think it's I don't know if it's MCLM.	
9	Whatever it is today, I don't know.	
10	Q So far as you know Mr. Smith is an employee of	11:57
11	MCLM and/or affiliates?	
12	A Yes.	
13	Q Is that also true of Mr. Reardon?	
14	A Yes. I believe they are working together,	
15	whatever the organization is.	11:57
16	Q Did Mr. Smith depart the employ of Mobex at or	
17	the same time that Mr. Reardon did?	
18	A Yes.	
19	Q This is after the asset purchase by MCLM?	
20	A Yes.	11:57
21	Q Do you have any idea how much NCASS, the	
22	archive in Virginia, charged for storage of the boxes?	
23	A It wasn't much. I'm thinking I don't even	
24	think it was \$100 a month at the end of the day. They	
25	would contact me when it would get up to about 3- or	11:58
	Page	e 84

1	\$400, and would try to see if we could get the money to 11:58	
2	pay them.	
3	Q Do you recall discussing with Mr. Reardon or	
4	with Mr. Smith whether they wanted to come up with \$100	
5	per month or thereabouts to maintain the survival of 11:58	
6	these documents?	
7	A The I don't I don't recall that	
8	discussion. I mean, it was you know, I was I	
9	probably it it may have been a discussion with	
10	with with Christine Tunney because I knew there was 11:58	
11	petty cash, and that's it. We used it for that, so	
12	Q But the larger issue, quite a part from coming	
13	up with \$100 per month	
14	A Yeah.	
15	Q do you recall having a discussion about the 11:59	
16	survivability or survival of these documents once you	
17	were given to understand they would be destroyed?	
18	A We probably did have a discussion if there was	
19	anything that they needed or if they wanted to take	
20	over payments or something, I don't know, but I 11:59	
21	don't I can't say for sure.	
22	Q And who would "they" be?	
23	A John Reardon. Yeah. Sorry.	
24	Q Was John Reardon your primary contact at MCLM?	
25	A Yes. 11:59	
	Page 85	

1	Q Have you had occasion to speak with anybody	11:59
2	else besides Mr. Reardon at MCLM since the acquisition	
3	of the Mobex assets by MCLM?	
4	A Well, I probably talked with Tim Smith once	
5	every two years or something. Yeah. That's it. Just	11:59
6	personal.	
7	Q When asked to perform some of the duties that	
8	you were describing since your departure from Mobex,	
9	was the request made by Mr. Reardon or by somebody	
10	else?	12:00
11	A Excuse me?	
12	Q Would it have been Mr. Reardon who asked you	
13	to perform certain duties in connection with Mobex	
14	since your departure from Mobex or	
15	A Yes.	12:00
16	Q was it someone else?	
17	A It would be John Reardon.	
18	Q Was it anybody else?	
19	A No.	
20	Q Do you remember what items Mr. Reardon asked	12:00
21	you or what duties Mr. Reardon asked you to perform in	
22	connection with Mobex since your departure from the	
23	company?	
24	A One I do know I think one time Curt	
25	Brown contacted him about a license. Asked me to talk	12:00
	Pa	ge 86

1	to Curt Brown.	12:00
2	I don't recall what it was with the license	
3	because it wasn't Mobex.	
4	What else was there?	
5	The affidavit, I guess, regarding the storage.	12:00
6	I think I worked with Deloitte & Touche on	
7	either the California or Indiana tax issue. I think	
8	Indiana and those are the ones I remember.	
9	Q Do you recall what license you were addressing	
10	with Curt Brown?	12:01
11	A Not at all. No. I will look through my	
12	emails to see if I can find something, but I think that	
13	was at NRECA, but I will check.	
14	Q Do you know who was the so-called skeleton	
15	crew that was left from MCLM at the Jeffersonville	12:01
16	office after the acquisition?	
17	A The two I remember, Tim Smith and Sharon	
18	Watkins. I think there were one or two other	
19	individuals, but I don't know who.	
20	Q At that time, they were MCLM employees?	12:01
21	A I think so, yeah.	
22	Q Do you know whether or not Mobex attempted to	
23	delay an FCC auction at any time?	
24	A No. Definitely not.	
25	Q You have no recollection of that?	12:02
	Pag	ge 87

1	A No, not at all.	12:02
2	Q I take it then that you don't know that Mobex	
3	argued to the FCC that an auction should be delayed so	
4	that the public and/or potential parties who would seek	
5	licenses from the FCC could have an understanding of	12:02
б	the nature of Mobex's FCC licensing interests?	
7	A No.	
8	Q Did anybody ever discuss with you Mobex's	
9	interest in delaying an FCC auction?	
10	A No.	12:02
11	Q Did anybody ever discuss with you anything	
12	having to do with an FCC auction?	
13	A Well, what timeframe? I mean	
14	Q At any time.	
15	A delaying an auction?	12:03
16	Q No. Anything having to do with an FCC	
17	auction.	
18	A I I had discussions with with John	
19	Reardon early on when there were you know when we	
20	were selling the 700, 800 megahertz licenses to Nextel,	12:03
21	and they were requiring in the process of acquiring the	
22	220 spectrum. So it was needed at the time. You had	
23	the auction process there, but I didn't know much about	
24	it.	
25	Q Do you recall any conversations or strategy	12:03
	Pag	je 88

1	discussions of which you were a part involving auctions	12:03
2	by the FCC subsequent to the Nextel-related auction	
3	that you just referenced?	
4	A No.	
5	Q Do you recall having any participation in	12:03
6	auctions of geographic licenses by the FCC?	
7	A No.	
8	Q Do you know what a geographic license is?	
9	A My understanding and I don't think I would	
10	have known this at the time but through my work at	12:04
11	NRECA, you you buy, you know, the northeast licenses	
12	and/or the West Coast licenses.	
13	Q So this is a license for a larger area?	
14	A Yes. Not Not a license-by-license	
15	purchase, but a license for a larger geographic area.	12:04
16	Q And what was the nature of the AMTS licenses	
17	that Mobex had?	
18	A Well, I I those would be geographic	
19	licenses on the East Coast, the West Coast, and the	
20	Mississippi River area.	12:04
21	Q Did Mobex own any legacy licenses before	
22	geographic licenses were sold or auctioned by the FCC?	
23	A Oh, what do you mean by "legacy licenses"?	
24	Q Any licenses before the FCC started auctioning	
25	geographic licenses.	12:04
	Pag	ge 89

1	A No. They They sold Nextel, and I'm not	12:04
2	sure they had any others after that.	
3	Q Did	
4	A They would have had some, yes, that weren't	
5	part of the Nextel deal, yes.	12:05
6	Q Mobex had some site-based incumbent licenses?	
7	A They did. Yes.	
8	Q Are you familiar with those terms?	
9	A Yes.	
10	Q Can you tell me what you believe site-based	12:05
11	incumbent licenses are?	
12	A I was thinking in the Idaho the purchase of	
13	some licenses in Idaho. So I know some were left over	
14	that weren't sold to Nextel. They weren't all they	
15	didn't want all the spectrum. They wanted the 700 and	12:05
16	800 megahertz, and we had I just recall other	
17	licenses.	
18	Q Do you know the difference when I ask you	
19	these questions, Mr. Predmore, I'm really only talking	
20	about AMTS licenses right now.	12:05
21	A Okay.	
22	Q Do you know the difference between a site	
23	based and geographic license?	
24	A Well, I'm I think so. Site based is one	
25	license for a specific site.	12:05
	Pag	ge 90

1	(Q	So a more condensed or dense geographic	12:05
2	area ·			
3	i	A	Yes.	
4	(Q	than a geographic license would cover?	
5	i	A	Uh-huh.	12:06
6	(Q	Have you ever heard the term white space	
7	licen	sesi	?	
8	i	A	Yes.	
9	(Q	Okay. What does that refer to?	
10	i	A	The The license for the space in between,	12:06
11	so			
12	(Q	So would that be a geographic license, the	
13	white	spa	ace license, or is that something different	
14	from a	a ge	eographic license?	
15	i	A	By I guess I'm not sure.	12:06
16	(Q	Okay. So it's your understanding there are	
17	site l	base	ed AMTS licenses; correct?	
18	i	A	Uh-huh. Uh-huh.	
19	(Q	Those are for specific fairly dense or	
20	conde	nsec	d geographic areas?	12:06
21	i	A	Uh-huh.	
22	(Q	Like a city, for example?	
23	i	A	Yes.	
24	(Q	And then there are geographic licenses which	
25	might	COI	ver a region?	12:06
				Page 91

1	A Uh-huh.	12:06
2	Q And then there are white space licenses that	
3	you're not sure about?	
4	A It's hard for me to explain. I'm familiar	
5	with them, but	12:06
6	Q I'm not trying to embarrass you or	
7	A No.	
8	Q And know you haven't been doing this for a	
9	while, but I'm just trying to find out what your	
10	experience or knowledge is with respect to the term	12:06
11	white space licenses.	
12	A To me it was more or less a gap-filler	
13	license. There is this you know, this spot where	
14	where you could operate where you wouldn't interfere	
15	with the other site-based license or geographic license	12:07
16	or other or amateur radio operators. There was	
17	some you know, just that is the best I can tell you.	
18	Q And to your knowledge, did the FCC auction	
19	site-based licenses at some point?	
20	A I mean, I I know it was part of the	12:07
21	national broadband plan they were considering, but I	
22	don't know if that is relevant to this discussion.	
23	Q Do you know if the FCC auctioned geographic	
24	licenses?	
25	A I'm assuming they can, yes.	12:07
	Pag	ge 92

2 space licenses? A I don't know. No. Q Are you familiar with the station called KAE889? 12: A They all sound the same to me right now. Q Were you familiar with the various stations, AMTS stations, that Mobex owned at the time that you were employed by the company? A I couldn't tell you where they were. I mean, 12: again, I I couldn't I would have to refer to some type of documentation to tell you more about it. Q If I told you that Mobex represented to the FCC that it had 46 active stations, but then agreed with the FCC that 28 of the 46 were inactive and agreed 12: to cancel those licenses A Uh-huh. Q is that is that knowledge with which you are familiar agree or disagree? A I heard something about it at some point 12: probably, yes. Q Do you recall having any having a hand or having participated in communications to the FCC regarding how many stations were active within the, you			
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Q Do you recall having any having a hand or having participated in communications to the FCC regarding how many stations were active within the, you know, the Mobex family?	20	A I heard something about it at some point	12:09
having participated in communications to the FCC regarding how many stations were active within the, you know, the Mobex family?	21	probably, yes.	
regarding how many stations were active within the, you know, the Mobex family?	22	Q Do you recall having any having a hand or	
25 know, the Mobex family? 12:	23	having participated in communications to the FCC	
	24	regarding how many stations were active within the, you	
Page 9	25	know, the Mobex family?	12:09
Tuge 7.		Pag	re 93

1	A No, I don't recall. No.	12:09
2	Q And do you recall participating or responding	
3	to an FCC audit regarding purportedly unconstructed or	
4	non-interconnected or otherwise lapsed	
5	A No.	12:09
6	Q FCC licenses of Mobex?	
7	A No, I don't recall. No.	
8	Q Are you aware that Mobex did agree to the	
9	cancellation of certain of its licenses?	
10	A Again, after I left their employ, I and	12:09
11	just every now and then reading some of the, you know,	
12	correspondence on the FCC website, I think I have seen	
13	that, but that's it.	
14	Q So, Mr. Predmore, is it your testimony that	
15	you did not have contemporaneous knowledge, that is to	12:10
16	say, at the time of your employment by Mobex of Mobex's	
17	communications with the FCC in communication with the	
18	FCC audit?	
19	A I think that is correct. Yes.	
20	Q Is it also your testimony that	12:10
21	contemporaneously, that is, at the time of your	
22	employment by Mobex, you were unaware of Mobex's	
23	communications with the FCC regarding the auctions of	
24	geographic licenses?	
25	A That's correct.	12:10
	 Pa	ge 94

1	Q Is it your testimony that contemporaneously,	12:10
2	that is to say, at the time of your employment by	
3	Mobex, that you were unaware or did not participate in	
4	communications with the FCC regarding the construction	
5	status of Mobex stations?	12:11
6	A I think that's correct.	
7	Q And is it fair that with respect to each of	
8	the three items that you just answered questions about,	
9	that these did not come to your attention until	
10	subsequent to your employment by Mobex?	12:11
11	A I think that's correct.	
12	Q Is it also your testimony, Mr. Predmore, that	
13	you did not have a hand in or participation in	
14	connection with a renewal of Mobex licenses with the	
15	FCC?	12:11
16	A Well, I I told you previously that I would	
17	authorize renewal, you know, through the individuals.	
18	That's it, but not not the larger.	
19	Q Tell me what you mean by authorizing renewal?	
20	A Well, again, with, say, Elizabeth Buckley or	12:11
21	the other license administrators, if if they would	
22	call me and tell me a license needed to be these	
23	could have been the 700- and 800-megahertz licenses for	
24	all I know or with Curt Brown, if something needed to	
25	be renewed, then they would ask me about it, and I	12:12
	Pa	age 95

1	would say, "Well, yeah, we should renew it." That's	12:12
2	Q Would it have been your practice at the time	
3	to check in with anybody else at the company before you	
4	authorized renewal of a license?	
5	A I I probably did early on, you know, the	12:12
6	first few times with John Reardon. Yeah. It didn't	
7	happen very often for me.	
8	Q Was there a specific process that you went	
9	through or you were supposed to go through before	
10	authorizing renewal of a license? I'm thinking of a	12:12
11	checklist of some sort where you would verify certain	
12	information which gave you certainty that renewal was	
13	appropriate.	
14	A No. I would check with maybe Tim Smith or	
15	John Reardon.	12:12
16	Q And what would you check with them?	
17	A Did we need to renew this license, yeah.	
18	Q Okay. Do you recall having a conversation at	
19	any time with Mr. Smith regarding whether construction	
20	of a particular station was complete before seeking	12:13
21	renewal of a license?	
22	A I I probably never asked if construction	
23	was complete because I I really you know,	
24	whether I don't know what complete construction	
25	would be, but	12:13
	Pa	ge 96

1	Q Do you recall asking Mr. Smith whether it was 12:13	
2	appropriate for you to proceed to renew a license with	
3	the FCC?	
4	A I don't know if I asked if it was appropriate.	
5	I asked them if it's you know, and he would 12:13	
6	I recall conversations where he said, "Yeah, that's	
7	our, you know, WATERCOM license. That serves the, you	
8	know, Mississippi barges on the river."	
9	Okay. We'll renew it, but	
10	Q As general matter, you would either check in 12:13	
11	with Mr. Smith or Mr. Reardon before you authorized	
12	renewal of licenses?	
13	A I think so.	
14	Q At any time did either Mr. Smith or	
15	Mr. Reardon instruct you not to renew a license because 12:14	
16	the underlying station or other criteria had not been	
17	satisfied in connection with FCC regulations?	
18	A No, I don't believe so.	
19	Q Do you recall at any time Mr. Reardon ever	
20	instructing you not to renew a license? 12:14	
21	A Not Not that I recall, no.	
22	Q Do you recall discussing with Mr. Reardon at	
23	any time looking into or investigating whether a	
24	particular station had been constructed?	
25	A No. Not that I recall. 12:14	
	Page 97	

1	Q Do you recall discussing with Mr. Reardon at	12:14
2	any time the criteria for making a determination	
3	whether a station was constructed?	
4	A No.	
5	Q Do you recall at any time discussing with	12:14
6	Mr. Reardon criteria for satisfying FCC requirements or	
7	FCC regulations?	
8	A We had discussions about whether they were	
9	constructed, and and I was under the impression that	
10	ours were constructed.	12:14
11	Q Is it fair to say, Mr. Predmore, that you	
12	relied on Mr. Reardon's expertise for drawing the	
13	conclusion that a particular station was or was not	
14	constructed?	
15	A Yeah. Mr. Reardon, Mr. Smith, and, you	12:15
16	know Yeah.	
17	Q Is it fair to say that that simply was not an	
18	area within your expertise; that you were not an expert	
19	or knowledgeable about compliance with FCC regulations?	
20	A I think that's accurate.	12:15
21	Q And is it also fair to say that compliance	
22	with the FCC regulations was simply not part of your	
23	brief, that was not your role in the company?	
24	A That's probably accurate. I tried my best.	
25	Q I'm not suggesting that you engaged in any	12:15
	Pag	ge 98

1	malfeasance.	12:15
2	A No.	
3	Q I'm trying to find out, Mr. Predmore, who	
4	you know, who did what to whom.	
5	A Uh-huh.	12:15
6	Q It's my understanding then from your	
7	testimony, that compliance with FCC regulations,	
8	putting aside ministerially instructing someone to	
9	renew a license or trying to get a document to someone	
10	else that was needed, was not a decision within your	12:16
11	discretion; is that correct?	
12	A That's correct.	
13	Q Do you recall, Mr. Predmore, being involved in	
14	an audit of the company regarding its valuation?	
15	A No.	12:16
16	Q Do you know whether an audit was performed in	
17	the early 2000s, perhaps 2002 or 2003, which drew a	
18	conclusion regarding the valuation of the Mobex assets?	
19	A I I I vaguely remember something to that	
20	effect, but I was not really involved.	12:16
21	Q Who was involved in that audit?	
22	A I would assume John Reardon. Yeah.	
23	Q Were you involved in any valuation audits of	
24	the Mobex assets?	
25	A By "involved," meaning I I maybe a	12:17
	Pag	ge 99

1	little, but not not knowingly, so	12:17
2	Q Do you recollect having any conversations with	
3	auditors who performed valuations of the Mobex assets?	
4	A No, I don't recall that.	
5	Q Do you recall providing information at the	12:17
б	request of auditors who were performing a valuation of	
7	the Mobex assets?	
8	A I don't recall. It could have happened, but I	
9	don't recall. No.	
10	Q Do you recall conclusions at any time of the	12:17
11	valuation by auditors of Mobex assets?	
12	A I don't recall seeing that. No.	
13	Q Do you know whether outside auditors for Mobex	
14	ever determined that the company was not breaking even,	
15	that it was revenue negative?	12:17
16	A No. I don't recall that.	
17	Q Do you recall at any time an outside auditor	
18	making a determination that Mobex assets were	
19	valueless?	
20	A I don't recall that.	12:17
21	Q Do you recall outside auditors of Mobex making	
22	a determination that Mobex's license had a had any	
23	value whatever or had a specific value?	
24	A I I don't recall. No.	
25	Q It's fair to say then you have no recollection	12:18
	Page	100

1	of participating in or reviewing or reading an audit, a	12:18
2	final audit of the company's valuation?	
3	A No.	
4	Q "No" meaning you never did review, participate	
5	in, or read a final audit conclusion; correct?	12:18
6	A I think that's correct. Yes.	
7	Q Mr. Predmore, have you had occasion to read	
8	the Complaint in this lawsuit?	
9	A I have had occasion probably. Have I read it,	
10	I may have skimmed it. I don't Again	12:18
11	Q I didn't mean to be obtuse in my question.	
12	A No.	
13	Q Do you have any specific recollection reading	
14	the Complaint in this case?	
15	A I skimmed it at some point, yes.	12:19
16	Q Do you know what the claims in this case are?	
17	A I have seen claims of conspiracy. That is the	
18	one that sticks out to me, but, you know	
19	Q What kind of conspiracy?	
20	A Just conspiracy to block Warren Havens from	12:19
21	obtaining these licenses.	
22	Q Do you recall in what area of law the claims	
23	arise in the Complaint?	
24	A I don't recall.	
25	Q Do you know whether it's alleging fraud?	12:19
	Page	101

1	A	I do know, yes, it's alleging fraud, yes.	12:19
2	Q	Do you know whether it's alleging antitrust	
3	violation	ns.	
4	А	Antitrust, yes.	
5	Q	Do you know whether antitrust violations are	12:19
б	vertical	or horizontal in nature?	
7	А	I don't recall.	
8	Q	Do you know whether the Complaint alleges	
9	violatio	n for noncompliance with FCC regulations?	
10	А	I think all his complaints do, yes.	12:19
11	Q	"His" meaning Mr. Havens?	
12	А	Mr. Havens, yes.	
13	Q	Is it your belief that Mobex was at any time	
14	vindicate	ed with respect to some of the allegation of	
15	Mr. Have	ns?	12:19
16	А	I thought so while I can't remember what	
17	jurisdic	tion the FCC in California, but	
18	Q	What is your recollection regarding such	
19	vindicat	ion? What Yeah. Just going to leave it at	
20	that.		12:20
21	А	I just remember seeing you know, every now	
22	and then	you track it. I may have been informed about	
23	it. I d	on't know. I don't recall.	
24	Q	Do you recall what the nature of the	
25	allegatio	ons of Mr. Havens were in any of the cases that	12:20
		Pa	ge 102

1	he had with Mobex?	12:20
2	A I haven't even thought about it. No. I	
3	mean I mean I'm generally aware of them, but I I	
4	haven't given it any thoughts in a while.	
5	Q And I don't blame you.	12:20
6	Did you handle litigation matters at the company	
7	as general counsel?	
8	A Some. Not with Not generally not with	
9	Warren Havens, no.	
10	Q Did you handle FCC-related litigation matters	12:20
11	at the company?	
12	A No.	
13	Q Who handled FCC-related litigation matters of	
14	the company?	
15	A I I am I assume outside law firms and	12:21
16	maybe John John Reardon. I'm assuming. I don't	
17	know. I don't recall.	
18	Q Who instructed outside law firms with FCC	
19	expertise regarding the company's FCC litigation?	
20	A Well, it wasn't me. I mean, I could tell you	12:21
21	that.	
22	Q Who at the company did?	
23	A Well, my assumption is John Reardon.	
24	Q Would anybody else instruct outside counsel	
25	with respect to FCC litigation?	12:21
	Pag	re 103

1	A I I don't think so.	12:21
2	Q Do you have a specific recollection of	
3	participating in a conversation with Mr. Reardon and	
4	outside FCC counsel for the company in connection with	
5	FCC litigation?	12:21
6	A No.	
7	Q Did Mr. Reardon ever ask you questions that	
8	bore upon the company's FCC litigation?	
9	A I I don't recall. I'm sure there have been	
10	questions, yes, but I don't I don't recall.	12:21
11	Q You don't recall discussing those questions	
12	with Mr. Reardon?	
13	A I'm I'm Yeah, I don't I don't Yeah	
14	I don't recall. No.	
15	Q Do you regard Mr. Reardon as being an expert	12:22
16	in FCC law?	
17	A Yes.	
18	Q Did you rely as general counsel upon	
19	Mr. Reardon's FCC law expertise?	
20	A I did.	12:22
21	Q Did you rely on anybody else's FCC law	
22	expertise within the company?	
23	A Maybe Tim Smith a little bit on	
24	construction-type things, you know, just as he built it	
25	out, you know.	12:22
	Page	e 104

1	Q Did you ever participate in a conversation	12:22
2	with Mr. Smith and Mr. Reardon regarding the status or	
3	nature of construction of any particular site?	
4	A Not as a result of my inquiry. I mean, I'd be	
5	involved in discussions where they had discussed the,	12:22
6	you know, building out a site for, say, the Motorola	
7	system in Chicago. So I'd be involved in that	
8	discussion just to be there.	
9	Q So it was it's your testimony that you did	
10	participate even perhaps as a passive participant	12:23
11	A Uh-huh.	
12	Q in conversations among yourself,	
13	Mr. Reardon and Mr. Smith regarding the construction of	
14	some some or particular AMTS stations?	
15	A Oh, yes. For sure, yes.	12:23
16	Q Can you recall any conversations among the	
17	three of you where it was discussed that a particular	
18	station needed construction or was not constructed?	
19	A Not where any were not constructed. Mainly	
20	ones where we wanted to to build it out larger. I	12:23
21	know there were discussions in the Boston area and	
22	others where, you know my assumption, I guess, at	
23	the beginning was it was constructed, and they were	
24	just expanding.	
25	Q Do you recall being a part of a conversation	12:23
	Pag	e 105

major markets that out of Chicago, Boston, D.C., maybe some in the California area. I just Q Would those particular stations have any been stations acquired from WATERCOM by Mobex? A Yes, I believe so. Uh-huh. 12:24 Q Are there any other stations of Mobex of which you were aware that was that were generating revenues apart from those acquired from WATERCOM? A AMTS only? Q Uh-huh. Yes. 12:24 A I think there were. I was under the impression that there were. Q Do you have any specific recollection which others ones they were? A I just assumed up and down the Mississippi 12:25 they had a steady revenue stream from the previous WATERCOM customers. I mean, those I know that it was revenue there. Q So you're speaking about assets that were			
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15 Q Uh-huh. Yes. 12:24 16 A I think there were. I was under the 17 impression that there were. 18 Q Do you have any specific recollection which 19 others ones they were? 20 A I just assumed up and down the Mississippi 12:25 21 they had a steady revenue stream from the previous 22 WATERCOM customers. I mean, those I know that it 23 was revenue there. 24 Q So you're speaking about assets that were 25 acquired from WATERCOM? 12:25	13	revenues apart from those acquired from WATERCOM?	
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was revenue there. Q So you're speaking about assets that were acquired from WATERCOM? 12:25	21	they had a steady revenue stream from the previous	
Q So you're speaking about assets that were acquired from WATERCOM?	22	WATERCOM customers. I mean, those I know that it	
25 acquired from WATERCOM? 12:25	23	was revenue there.	
	24	Q So you're speaking about assets that were	
Page 106	25	acquired from WATERCOM?	12:25
		Page	106

1	A Uh-huh.	12:25
2	Q How about assets acquired from other	
3	entities from entities other than WATERCOM or that	
4	were acquired directly by Mobex?	
5	A The Regionet, I don't I don't recall	12:25
6	specifically, no.	
7	Q You don't know if those other stations	
8	generated revenues?	
9	A Yeah. I I mean, I not with any	
10	specificity specificity, so	12:25
11	Q Mr. Predmore, do you know which law firm was	
12	representing or is representing the interests of Mobex	
13	in this lawsuit?	
14	A There is not any representing Mobex in this	
15	lawsuit that I'm aware of.	12:26
16	Q So you are unaware of any law firm	
17	representing Mobex's interests at any time in this	
18	lawsuit; is that correct?	
19	A There may have may have been some joint	
20	representation early on, but then, you know but	12:26
21	there is just without any ability to pay, we	
22	couldn't, you know, retain any representation and then	
23	there Mobex Communications isn't in existence, which	
24	is why it's in your hands now.	
25	Q Did you ever have a conversation with any	12:26
	Page	e 107

1	attorney purporting to represent Mobex in this lawsuit?	12:26
2	A I I did briefly just to to when this	
3	was first, I guess, brought to New Jersey, I tried to	
4	find some representation to at least, you know, file an	
5	initial Answer, and say that, you know, this	12:27
6	organization is wound up, it's not in existence	
7	anymore, you know, and then what do we do?	
8	And then I only had, you know, a limited budget	
9	for that. I had to go to, you know, to the former	
10	chairman for it, so	12:27
11	Q You went to the former chairman for some	
12	budget for certain purposes in connection with this	
13	litigation?	
14	A I believe it was this litigation, yes.	
15	Q Did the former chairman provide you some	12:27
16	funds	
17	A Yes.	
18	Q in connection?	
19	A Very limited. Just to file an Answer.	
20	Q Did you personally file an Answer in this	12:27
21	lawsuit on behalf of Mobex?	
22	A I don't know if it was this one. It was It	
23	was, you know, the attorneys filed one basically saying	
24	as I told you, wound up operations in 2006.	
25	Q Did you prepare that Answer or did somebody	12:28
	Page	e 108

1	else prepai	re that Answer?	12:28
2	A No	o someone else prepared it.	
3	Q Di	id you have occasion to review that Answer?	
4	A I	I I believe I probably.	
5	Q Yo	ou were asked to review that answer for	12:28
6	purposes of	f accuracy?	
7	A Pi	robably. Yes.	
8	Q Ar	nd do you have any specific recollection of	
9	reviewing t	the Answer that was submitted in this lawsuit	
10	on behalf o	of Mobex?	12:28
11	A I	'm assuming I did. I will see if I have that	
12	in an email	l, but yeah.	
13	Q I	'd appreciate that.	
14	A Ul	h-huh.	
15	Q We	ere you remunerated in any way for the	12:28
16	services yo	ou were providing in that connection?	
17	A No	o, I was not.	
18	Q Wh	ho was the former chairman who you contacted	
19	to seek bud	dget or funds for this purpose?	
20	A Mi	ichael Monier.	12:28
21	Q It	t is your recollection that Mr. Monier did	
22	provide fur	nding in this regard?	
23	A Ye	es.	
24	Q Ar	nd do you know to whom he provided such	
25	funding?		12:28
		Pag	ge 109

1	A To t	the law firm directly.	12:28
2	Q Do y	you know the name of the law firm?	
3	A No,	I don't.	
4	Q Do y	you know the name of the lawyer?	
5	A I do	on't recall. It was in New Jersey	12:28
6	somewhere, I	believe.	
7	Q Do y	ou have a recollection of communicating	
8	either orally	or via email with such attorney?	
9	A Yeal	n. Yeah.	
10	Q And	do you recall how you received the draft	12:29
11	Answer that y	ou believe you reviewed?	
12	A It v	was probably via email.	
13	Q And	is it your recollection that you reviewed	
14	it and respor	nded via email?	
15	A Yes.		12:29
16	Q Was	there anybody else at Mobex that you	
17	the former Mo	bbex that you had communicated with whom	
18	you communica	ated in connection with this current	
19	lawsuit?		
20	A No.		12:29
21	Q No c	one else seeking funding?	
22	A No.	None.	
23	Q And	no one else other than Mr. Reardon in the	
24	conversations	s that you already testified to in that	
25	regard?		12:29
		Pag	ge 110

1	A That's correct. 12:29	
2	Q Do you know who is providing direction to the	
3	counsel for Mobex in this lawsuit?	
4	A They corresponded with me. You know,	
5	basically I told them, you know, what I told you there. 12:30	
6	Q Do you know how they found out about your	
7	existence?	
8	A Oh, probably probably through John Reardon,	
9	I guess. I don't know. Yeah.	
10	Q You don't know how they found out? 12:30	
11	A I think it was probably from John Reardon	
12	saying, "I'm not related. I'm not part of Mobex.	
13	Contact Dave Predmore, " so	
14	Q Do you know whether that law firm identified	
15	you as Mobex's 30(b)(6) expert? 12:30	
16	A I They probably did. I don't know who else	
17	would.	
18	Q Prior to your arrival at this deposition	
19	today, I believe it was your testimony that you did not	
20	know that you had been identified as the company's 12:30	
21	30(b)(6) expert; is that correct?	
22	A Yeah. That's not to say I wasn't informed. I	
23	just wasn't aware.	
24	Q In other words, you don't recollect it, but	
25	you don't know if you were told before? 12:31	
	Page 111	

1	А	I don't recall. No. Yeah.	12:31
2	Q	Do you recall having been asked to serve as	
3	the compa	any's 30(b)(6) expert?	
4	А	I don't recall. No.	
5	Q	Do you recall having been explained what a	12:31
6	30(b)(6)	expert is for purposes of litigation or a	
7	depositi	on?	
8	А	I don't recall. Again, that's not saying I	
9	wasn't, l	but	
10	Q	By way of background, you're not a litigator	r; 12:31
11	correct?		
12	А	That's correct.	
13	Q	And you didn't really know what a 30(b)(6)	
14	expert w	as; correct?	
15	А	No.	12:31
16	Q	Did you ever receive a Subpoena from Mobex?	
17	А	The one you From you, yes.	
18	Q	You received a Subpoena that was issued by	the
19	plaintif	fs in this case?	
20	А	Yes.	12:31
21	Q	Who provided that Subpoena to you?	
22	А	Process server. Yeah.	
23	Q	So you received it directly from the	
24	plaintif	fs through a process server; is that correct?	?
25	А	Yes.	12:32
			Page 112

1	Q Did anybody at Mobex or MCLM communicate with 12:32	
2	you in connection with that Subpoena?	
3	A Not with that, no.	
4	Q Did you seek advice of anybody in connection	
5	with that Subpoena? 12:32	
6	A No.	
7	Q Did you discuss it with anybody?	
8	A The discussions I previously told you. I	
9	you know you know, told them I was probably John	
10	Reardon or Tim Smith in that correspondence, told them 12:32	
11	I was, you know, served, so	
12	Q Did anybody instruct you not to respond to	
13	that Subpoena?	
14	A No one instructed me not to respond.	
15	I I Again, I think what I told you was that I got 12:32	
16	that email saying, "Good news." I looked at it, and I	
17	just kind of assumed it applied to me, so	
18	Q The good news was that you had no	
19	responsibility to respond to the Subpoena?	
20	A That That I didn't have to respond to the 12:32	
21	Subpoena.	
22	Q And that good-news email came from?	
23	A Tim Smith.	
24	Q Tim Smith.	
25	So is it fair to say that Tim Smith communicated 12:32	
	Page 113	

1	to you that you had no responsibility to respond to the	12:33
2	plaintiffs' Subpoena in this lawsuit?	
3	A He didn't. He just pretty much said, "Good	
4	news" as I recall it, and I I looked at it, and it's	
5	like I just, you know, jumped to a conclusion there.	12:33
6	Q You interpreted Mr. Predmore, Mr. Smith's	
7	email to you as indicating that you had no	
8	responsibility legally to respond to plaintiff's	
9	Subpoena in this lawsuit?	
10	A That's correct. I thought it was quashed.	12:33
11	Q Mr. Predmore, have you ever heard of Auction	
12	57? Does that sound familiar at all?	
13	A I heard of I heard of auctions. I mean, I	
14	don't recall the specific number, no.	
15	Q Not the specific auction.	12:34
16	How about Auction 61?	
17	A No, I mean	
18	Q Before you testified that you didn't really	
19	have a play a part in the Mobex bidding in auctions	
20	for geographic licenses; is that correct?	12:34
21	A Uh-huh. Yeah.	
22	Q Do you have any recollection of what the term	
23	interconnected means?	
24	A Not a great understanding.	
25	Q What would be your understanding?	12:34
	Page	e 114

1	А	Well, in the telecom	12:34
2	Q	Right.	
3	А	sense?	
4	Ιm	nean, just Well, I guess I don't.	
5	Q	Do you know what interconnection means in a	12:34
6	telecom	sense?	
7	А	I can't think of it right now.	
8	Q	Okay. Do you believe you knew at a certain	
9	point wh	at interconnection was?	
10	А	Vaguely at best.	12:34
11	Q	Do you recall whether interconnection was a	
12	requirem	ent necessary for a station to have been	
13	construc	ted?	
14	А	No, I don't recall. No.	
15	Q	Do you recall having known whether it was or	12:35
16	was not?		
17	А	I don't know.	
18	Q	Do you recall having any conversations at an	У
19	time wit	h a Mr. Robert Cooper?	
20	А	I I did not. I The name is familiar.	I 12:35
21	don't re	call if he was a potential buyer or or wha	t.
22	Q	Do you do you know who Mr. Cooper is?	
23	А	The name is familiar.	
24	Q	If I told you that Mr. Cooper was the	
25	presiden	t of Touch Tel, would that refresh your	12:35
		1	Page 115

1	recollec	tion in any way?	12:35
2	А	Not Not really.	
3	Q	Have you ever heard of Mrs. Susan Cooper?	
4	А	No.	
5	Q	If I told you that Mrs. Susan Cooper was th	e 12:35
6	presiden	t or chief executive officer of Paging Syste	ms,
7	Inc. wou	ld that refresh your recollection in any way	
8	А	No. Paging Systems, Inc. is vaguely famili	ar;
9	but Susa	n Cooper, no.	
10	Q	Do you know what business Paging Systems is	12:35
11	in?		
12	А	No. I haven't really thought about it. I	
13	assume p	aging systems.	
14	Q	Do you have any recollection of having	
15	interact	ed with Paging Systems at any time?	12:36
16	A	I have not.	
17	Q	Do you know whether Mobex had any interacti	on
18	with Pag	ing Systems?	
19	A	I I The name sounds familiar. So the	
20	assumpti	on is they may have, but I I don't know.	12:36
21	Q	How about Touch Tel?	
22	А	I don't know. I did not.	
23	Q	Do you know what business Touch Tel is in?	
24	А	That I can guess, but no. No.	
25	Q	I'm not asking you to speculate.	12:36
			Page 116

1	A No.	12:36
2	Q You don't have any specific recollection of	
3	the nature of the business of Touch Tel; correct?	
4	A No, I do not.	
5	Q Do you know whether or not Mobex ever sought	12:36
6	to acquire the assets of Paging Systems?	
7	A They I I don't recall. Again, that	
8	Paging Systems sounds familiar, so it may have been,	
9	but I don't I don't know when, if it was early on or	
10	later.	12:36
11	Q So do you have any recollection of having had	
12	a conversation with anybody within Mobex regarding the	
13	acquisition of Paging Systems.	
14	A I I don't think so. No.	
15	Q Do you recall having any conversations with	12:36
16	anybody within with anybody within Mobex regarding	
17	bidding for FCC licenses at auction?	
18	A There Well, in general terms. I mean,	
19	again I we did have conversations. I mean, it may	
20	be explained to me back when they sold the Nextel	12:37
21	licenses and they were going to bid on some new	
22	licenses, so I was involved in that. I think generally	
23	there were discussions about acquiring more licenses at	
24	auction, but I wasn't involved in strategy.	
25	Q You were more of a passive participant of such	12:37
	Page	e 117

1	conversa	tions?	12:37
2	А	Sure.	
3	Q	And who would have been the active	
4	particip	eants of such conversations?	
5	А	Probably John Reardon.	12:37
6	Q	Anybody else?	
7	А	Primarily him. Not Nobody I can think o	of.
8	Q	To your knowledge, did Mr. Monier ever	
9	particip	pate in those conversations?	
10	А	No, not to my knowledge.	12:37
11	Q	Do you know the DePriests?	
12	А	I know the name. Never talked to them, nev	rer
13	met them	1.	
14	Q	Never met them?	
15	А	Huh-uh.	12:38
16	Q	Neither Mr. DePriest or Mrs. DePriest?	
17	А	No.	
18	Q	Do you know their connection to Mobex?	
19	А	Well, they were MCLM, you know, purchasers.	
20	Purchase	ers, yes.	12:38
21	Q	Do you know their relationship to MCLM?	
22	А	I guess they are the major, you know, membe	ers,
23	sharehol	ders, however it's set up.	
24	Q	Do you know whether or not Mr. Cooper was a	ı
25	member c	of the board of Nextel?	12:38
			Page 118

1	A I don't know.	12:38
2	Q Did you ever have occasion to interact with	
3	Nextel?	
4	A Nextel, yes. I mean, I was with Mobex for a	
5	couple of months when I kind of helped out with some of	12:38
6	the you know, some of that agreement.	
7	Q What was the agreement that you helped out	
8	with?	
9	A The sale of our licenses. I mean, I didn't do	
10	very much, so	12:39
11	I was still in law school, I think, at the time.	
12	Q Wow.	
13	A So	
14	Q Do you know which Mobex licenses were sold to	
15	Nextel?	12:39
16	A I believe really the 700- and 800-megahertz	
17	license is what they were interested in.	
18	Q Do you have any idea whether those licenses	
19	had active customers?	
20	A They did.	12:39
21	Q And do you know whether they generated	
22	revenues?	
23	A I'm relatively sure they.	
24	Q And was it your belief at the time that they	
25	were constructed?	12:39
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1	A	Oh, yeah.	12:39
2	Q	Do you believe that the board of Mobex	
3	approved	the sale of the Mobex assets to MCLM?	
4	А	Yes.	
5	Q	Which board approved the sale of the assets?	12:39
б	The board	d of the parent? The board of the subsidiary?	
7	Or both?		
8	А	I would think both. Yeah. I'm pretty sure	
9	there we	re resolution to that effect approving it.	
10	Q	Do you have a specific recollection attending	12:39
11	board me	etings where such approval was given?	
12	А	Generally it was done by unanimous consent, I	
13	believe,	so	
14	Q	So your testimony is that such approval was	
15	given do	cumentarily?	12:40
16	А	Uh-huh.	
17	Q	There was never a specific board meeting where	9
18	such res	olution was presented, voted on, and minutes	
19	taken?		
20	А	I don't have want to say never, but the I	12:40
21	think the	ey generally acted by unanimous consent.	
22	Q	You said before in your testimony that you	
23	participa	ated in the parent's board meetings; correct?	
24	A	Uh-huh.	
25	Q	How frequently did those board meetings occur	? 12:40
		Ра	age 120

1	A At least annually, and they were held at a law	12:40
2	firm, Keller and Heckman, so	
3	Q Is it your testimony apart from an annual	
4	board meeting of the parent, that board meetings of	
5	Mobex were otherwise not held or conducted?	12:40
6	A Probably Probably teleconference, but	
7	not I think as the corporation was winding up, they	
8	became less frequent, so	
9	Q Were you the attorney at the company	
10	responsible for handling IRS and other tax matters for	12:41
11	the company?	
12	A We usually used Deloitte & Touche to help us	
13	with that, so	
14	Q Did you instruct Deloitte & Touche from a	
15	legal perspective on behalf of the company?	12:41
16	A That was probably John Reardon.	
17	Q Do you recall at any time instructing IRS or	
18	any other Strike that.	
19	Do you recall at any time instructing Deloitte or	
20	any other tax representative of the company in	12:41
21	connection with IRS or State tax matters?	
22	A There were some things later on, I think, in	
23	the 2006 timeframe where where I was, you know, a	
24	little more active with them. They were they would	
25	provide the recommendations and and and how to	12:41
	Page	121

1	proceed, and then we would, you know, make a decision	12:41
2	based on that.	
3	Q Were you Were you the person at the company	
4	responsible for filing doing business registrations in	
5	various states where the company was doing business?	12:42
6	A We Yeah, I did some of them. Yes. Uh-huh.	
7	Q Are you familiar with such registrations that	
8	may have been filed in Delaware?	
9	A In Delaware, yes.	
10	Q Do you believe at the time the company was	12:42
11	dissolved, that it had paid its any fees and taxes	
12	owed to the State of Delaware?	
13	A I know we Again, we made the effort to do	
14	that; and again, I don't recall specifically if we did	
15	not, so	12:42
16	Q You specifically recall that the company did	
17	not meet its obligations to the State of Delaware?	
18	A Well, I I I don't really recall. I	
19	mean, it sounds familiar, but I don't recall.	
20	Q You testified, Mr. Predmore, that in the	12:42
21	winding-up process	
22	A Uh-huh.	
23	Q you were making best efforts to pay down	
24	the creditors pay down the debts of Mobex to its	
25	creditors; is that correct?	12:43
	Page	e 122

1	A Yes. 12:43	
2	Q Okay. Where were the funds coming from for	
3	purposes of paying these debts?	
4	A Well, as I recall, it was from the they are	
5	the when we sold, if I'm recalling correctly, 12:43	
6	sold sold the assets to MCLM, Regionet not	
7	Regionet Mobex Network Services, I believe. Again,	
8	I haven't thought about this. They paid their debt,	
9	and then some of it I can't remember, was	
10	whatever there was a percentage. I can't recall how 12:43	
11	it was set up. Used to used a small pool of	
12	money I recall they had like \$4 million in debt and	
13	having to not having that much to pay off, so	
14	Q When you say you recall not having that much	
15	to pay off, are you it is your testimony that you had 12:44	
16	insufficient funds as the representative of Mobex to	
17	cover its debts to outside creditors?	
18	A Yes. After the sale. Yes.	
19	Q But you were paying some of the debts of	
20	Mobex; is that correct? Or on behalf of Mobex? 12:44	
21	A Yes. Uh-huh. We could. We wanted to pay off	
22	everyone a little bit of something.	
23	Q Where were the funds coming from for purposes	
24	of making those payments?	
25	A As I recall, from the sale of the assets of 12:44	
	Page 123	

1	of yeah.	12:44
2	Q Do you recall having commenced such payments	
3	to creditors prior to completion of the asset purchase	
4	by MCLM?	
5	A No. There was We couldn't. It just It	12:44
6	couldn't happen, so we had to wait, and we you know,	
7	as I recall, the asset purchase took longer to close	
8	than we thought it did, and and we just asked them	
9	to be patient.	
10	Q Do you recall whether Mobex received any	12:45
11	advances of funds from MCLM prior to the close?	
12	A It I think it was there may have been	
13	some, just to keep the operations, keep the licenses	
14	constructed, or whatever, so	
15	Q Do you recall whether there was any collateral	12:45
16	or security given for such advances?	
17	A I believe there there were.	
18	Q Were there UCCs filed in connection with such	
19	funding?	
20	A There were a few UCCs filed. I mean, I showed	12:45
21	you some, but I don't recall to who specifically.	
22	Q Did you participate in the creation of those	
23	UCCs?	
24	A Yes, I did.	
25	Q Do you know what the underlying collateral was	12:45
	Page	e 124

1	for the UCCs?	12:45
2	A The licenses.	
3	Q The licenses themselves?	
4	A I believe so. Yes.	
5	Q The licenses themselves or the revenue arising	12:45
6	from the licenses or do you not know or	
7	A I I I didn't look at them when I sent	
8	you. I I So I don't recall if it was I	
9	believe it was the licenses and everything associated	
10	with them.	12:46
11	Q Do you have a specific recollection of having	
12	prepared those UCCs or was it someone else who prepared	
13	those UCC	
14	A No. I remember preparing them. Just trying	
15	to figure it out.	12:46
16	Q Did you prepare them yourself or did you rely	
17	on advice from or instruction from someone else to	
18	prepare those UCCs?	
19	A I think I just prepared them myself.	
20	Q Do you know whether Mobex was able to satisfy	12:46
21	its obligations in connection with its station leases	
22	prior to the dissolution?	
23	A I I I believe so. Yeah. I don't know.	
24	Q Same question with respect to equipment	
25	leases, do you know whether Mobex paid off its	12:46
	Page	e 125

1	equipment lease obligations prior to the dissolution?	12:46
2	A Prior to the dissolution? I think so. I	
3	mean, those, I think, were priority.	
4	Q Do you know whether Mobex paid off its	
5	obligations to utilities prior to its dissolution?	12:47
6	A I I don't recall. I thought we stayed	
7	We were trying stay current on on those matters.	
8	Q Do you know whether Mobex paid its obligations	
9	to tax authorities prior to its dissolution?	
10	A I know there was the one issue issue in	12:47
11	Indiana that we worked out a settlement on eventually.	
12	So that was the only one I was aware of.	
13	Q Except for the Indiana matter, were there any	
14	other tax authorities with respect to which Mobex had	
15	issues?	12:47
16	A I think it it was California, but I think	
17	we worked out a settlement with that as well. Those	
18	are the two I recall.	
19	Q How about, Mr. Predmore, FCC regulatory fees,	
20	were there FCC regulatory fees that Mobex paid or owed	12:47
21	or was owed at the time of its dissolution.	
22	A Not that I was aware of, no.	
23	Q Do you know if Mobex netted any profit out of	
24	the sale of its assets to MCLM?	
25	A I don't believe so. No. I mean, I don't I	12:48
	Page	126

1	don't recall. I mean Well, yeah, they had to have	12:48
2	been well, we sold it, if I recall, for like	
3	5 million or if I remember correctly. I don't know,	
4	so	
5	Q There is another way	12:48
6	MS. HASTIE: Mr. Zelinger, to the extent you	
7	are going to get into the details of payment here,	
8	Mr. Predmore is going to testify, this portion of the	
9	transcript should be marked Attorneys' Eyes Only and we	
10	should take the clients out of it.	12:48
11	MR. ZELINGER: Well, why don't you reserve	
12	your question to see if you object to this question.	
13	I'm going to ask, Mr. Predmore, that you allow	
14	Ms. Hastie to interject an objection before you answer.	
15	MS. HASTIE: Well, no. He just he just	12:49
16	answered as to how much he thought the deal was for,	
17	and this is this is what we have been marking as	
18	Attorneys' Eyes Only in this case.	
19	MR. ZELINGER: Well, I will tell you that I	
20	did not ask him that question, so I'll	12:49
21	MS. HASTIE: I'm not saying you asked him.	
22	I'm saying he testified to it, so I was just we can	
23	either instruct him not to answer to the amount of the	
24	deal or	
25	THE REPORTER: You are talking at the same	12:49
	Page	e 127

1	time.	12:49
2	MR. ZELINGER: Ms. Hastie I was about to do	
3	that.	
4	Q Mr. Predmore, you needn't discuss the amount	
5	of the purchase price.	12:49
6	A Okay.	
7	Q And that's not what I was asking you.	
8	A No, I understand.	
9	Q What I was asking you is whether Mobex netted	
10	any profit out of the sale of the assets to MCLM, to	12:49
11	your knowledge?	
12	A I don't know.	
13	Q Do you know whether the proceeds of the sale	
14	of the assets of Mobex to MCLM were used exclusively to	
15	pay off Mobex's debt?	12:49
16	A I'm pretty sure, yes.	
17	Q And do you believe that those proceeds, the	
18	proceeds of the sale of Mobex assets to MCLM, were	
19	insufficient to pay off all Mobex's debt?	
20	A That's correct.	12:50
21	Q Thank you.	
22	Are you aware of or have any specific recollection	
23	of the bases or sources of the debt that you were just	
24	testifying to? What are the areas of debt that Mobex	
25	was accumulating that needed payoff? For example, were	12:50
	Page	e 128

1	AMTS site operations running at a negative revenue	12:50
2	stream?	
3	A Those That's not what I was No. I don't	
4	recall. I don't recall.	
5	Q Would you have known that information? That	12:51
6	is to say, would you have been the person within the	
7	organization to whom such information would have been	
8	known?	
9	A I I would have some knowledge of it.	
10	When Again, when creditors would call our accounts	12:51
11	payable department to be paid, they would pass this	
12	information along to me, and I'd try to work something	
13	out. So that is pretty much how that process worked.	
14	Q Are you familiar with the Choctaw Company?	
15	A I'm familiar with it, but not through Mobex.	12:51
16	Q What is the nature of your familiar with	
17	Choctaw?	
18	A I worked for the National Rural Electric	
19	Cooperative Association, and I probably run into them	
20	there.	12:51
21	Q You had no communications with anybody from	
22	Choctaw in your capacity as a Mobex employee?	
23	A No.	
24	Q Are you familiar with Mr. Patrick Trammell?	
25	A Not at all, no.	12:52
	Page	e 129

1	Q	Have you ever heard his name before?	12:52
2	А	No.	
3	Q	Do you have any business relationship with	
4	Mr. Reard	don apart from your both having been employee	es
5	of Mobex	at some time?	12:52
6	А	No.	
7	Q	Do you have any joint interests with him, ar	ıy
8	investmer	nts with him?	
9	А	No.	
10	Q	Apart from Mr. Monier, do you know who else	12:52
11	owned Mok	pex or its assets?	
12	А	If I remember correctly, there were about 18	30
13	different	shareholders at some point.	
14	Q	And the majority shareholder was?	
15	А	I don't recall.	12:52
16	Q	Do you know if Mobex as a result of the asse	et
17	purchase,	obtained any interest options or ownership	in
18	MCLM?		
19	A	I don't believe so, no.	
20	Q	Do you know what universal service	12:53
21	administr	rative fees are?	
22	A	Yes.	
23	Q	Can you tell me what those are?	
24	A	Fees charged to every telecommunications	
25	company t	that are put into a common fund.	12:53
			Page 130

1	Q Do you know whether Mobex paid any? 12:53	
2	A I'm pretty sure they did, yes.	
3	Q Did you have responsibility for the payment of	
4	those?	
5	A I didn't. I was I was under the impression 12:53	
6	that they were being paid.	
7	Q Who would have had responsibility for the	
8	payment of those?	
9	A I I am not sure. I don't know. I think	
10	I mean, I keep referring to Sharon Watkins. She was 12:53	
11	our accounts payable, but I don't know if it was her.	
12	Q To whom would she have referred or sought	
13	instruction for purposes of determining the legitimacy	
14	or the appropriateness of paying such funds?	
15	A Well, to the CFO. Or we had I think we had 12:54	
16	a controller there as well. So her name escapes me.	
17	Q Do you know whether Mobex ever sought refund	
18	of those fees?	
19	A I I don't, no.	
20	Q Do you know whether there would ever be a 12:54	
21	basis for refund of those fees?	
22	A I don't know.	
23	Q Do you know anything about refund of the	
24	universal service administrative fees?	
25	A I read about that sometime in the past; but 12:54	
	Page 131	

1	other than that, no.	12:54
2	Q What do you think you read about it?	
3	A Well, gosh, could have been in	
4	Telecommunications 101 in law school. I don't recall.	
5	I just not they don't apply to everyone. I know	12:54
6	that.	
7	Q But you don't believe, is it your testimony	
8	that you don't believe that Mobex ever sought a refund	
9	of the university service administrative fees?	
10	A Not that I'm aware of, no.	12:54
11	Q Do you know whether the asset purchase	
12	provided for a right of MCLM to seek reimbursement or	
13	refund of Mobex's universal service administrative fees	
14	as paid?	
15	A I don't recall.	12:55
16	Q Okay. Did you have occasion to review the	
17	asset purchase agreement between MCLM and Mobex?	
18	A Yes.	
19	Q Do you maintain a copy of that APA?	
20	A I do not. I Well, unless I provided it to	12:55
21	you. I don't	
22	Q If you do have a copy, we'd very much like to	
23	see it.	
24	A Okay. Yeah.	
25	Q Okay. Do you remember an organization called	12:55
	Page	e 132

1	Clarity General Partners?	12:55
2	A I've heard of them, yes.	
3	Q Do you know what their relationship was to	
4	Mobex?	
5	A I don't recall if they were a potential	12:55
6	purchaser or I don't recall.	
7	Q Do you recall the Clarity General Partners did	
8	seek to purchase the assets of Mobex or the company in	
9	toto?	
10	A Well, again, I knew they they may have	12:56
11	been. I don't know if they were from Texas and and	
12	that's but that's that's it.	
13	Q Who would have been the lead, from a legal	
14	perspective, from within the company from within Mobex	
15	for purposes of the sale of Mobex either as a company	12:56
16	or its assets to Clarity General Partners?	
17	A Well, that would have been John Reardon.	
18	Q Do you know whether there was an asset	
19	purchase agreement with Clarity?	
20	A There may have been. Yes. A draft obviously	12:56
21	never materialized.	
22	Q Do you know whether there was an agreement to	
23	sell 51 percent of the company of Mobex to Clarity	
24	Partners?	
25	A I don't recall that specific number, no.	12:56
	Page	e 133

1	Q Do you know whether there was an agreement to	12:56
2	switch the nature of the purchase from a purchase of	
3	51 percent of the shares to an asset purchase?	
4	A Yeah. I don't ever recall there being a	
5	partial purchase of the company. No.	12:57
6	Q And do you recall there ever having been an	
7	asset purchase of the company by Clarity?	
8	A That would be my recollection.	
9	Q Do you understand that that was frustrated?	
10	A I don't know why it didn't occur.	12:57
11	Q Do you know whether there was due diligence	
12	performed in connection with the potential purchase by	
13	Clarity of Mobex?	
14	A I I If it's the one I'm thinking of, I	
15	remember working towards, you know, selling the assets.	12:57
16	And then at the last I can't remember when the	
17	last minute it didn't happen. I don't know why.	
18	Q Did you handle the due that due diligence	
19	process?	
20	A Not for that, no.	12:57
21	Q Who would have handled that?	
22	A Probably John Reardon. I know, well	
23	Q Did you want to add something?	
24	A No, I just I don't even know where I was	
25	going with that, so	12:58
	Pag	e 134

1	Q	Were you with the company at the time that	12:58
2	Mobex aco	quired Regionet?	
3	А	Yes. I think that was in the 2000 timeframe	· •
4	Q	Did you handle the asset purchase at that	
5	time?		12:58
6	А	I helped out with that.	
7	Q	What was the nature of your participation?	
8	А	I'm really just trying to learn, so	
9	Q	Who led from a legal perspective and strateg	ric
10	perspect:	ive, the company's acquisition of Regionet or	12:58
11	its asset	ts?	
12	А	That would have been John Reardon. I believ	·e
13	he still	may have been the general counsel at the time	ie.
14	Q	Is it also true with respect to the	
15	acquisit	ion by Mobex of the WATERCOM assets?	12:58
16	А	Yes.	
17	Q	Did you have any participation in the Mobex	
18	purchase	of the WATERCOM assets?	
19	A	Not active. Again, I think I was probably	
20	still in	law school, just a law clerk there.	12:58
21	Q	Would it be fair to say that your	
22	participa	ation in connection with the Regionet or	
23	WATERCOM	assets was ministerial in nature?	
24	A	More learning, not not even ministerial.	
25	Q	Very good. What do you mean by "learning"?	12:59
			Page 135

1	A I was You know, this is what you do, you	12:59
2	know, this is you know, read it over and and tell	
3	me your thoughts and just go through that process.	
4	Q Do you know if anybody conducted due diligence	
5	on the Regionet or WATERCOM assets?	12:59
6	A I don't know.	
7	Q At or about the time that MCLM acquired the	
8	assets of Mobex, were any loans made to anyone from	
9	Mobex or by Mobex?	
10	A There was bridge funding to get us you	13:00
11	know, some keep things operating.	
12	Q Was that the bridge funding to which you	
13	testified earlier from MCLM?	
14	A I believe, yes.	
15	Q And that's the bridge funding with respect to	13:00
16	which you prepared UCCs?	
17	A Yes.	
18	Q Was there any other funding apart from that?	
19	A I think that's primarily it, whatever I	
20	provided you with.	13:00
21	Q You can't recall any other loans?	
22	A I just sent you what I had.	
23	Q Apart from what you sent me, you can't recall	
24	any other loans?	
25	A No. There were very few. It's not something	13:00
	Pag	e 136

1	we made a practice of.	13:00
2	Q Did Mobex loan any of its sale proceeds from	
3	the MCLM purchase?	
4	A Not that I'm aware of.	
5	Q Would you happen to know, Mr. Predmore,	13:01
6	whether the law firm of Keller and Heckman should have	
7	kept copies of the board minutes of Mobex?	
8	A I don't know. I don't know.	
9	Q To your knowledge, did they have copies at any	
10	time?	13:01
11	A I don't know. I was new when there when	
12	they were doing it.	
13	Q Did you ever have occasion to discuss	
14	preparation of the minutes with attorneys from Keller	
15	and Heckman?	13:01
16	A No.	
17	Q Did you have occasion to have conversations	
18	with attorneys at Keller and Heckman?	
19	A Not about that, no. Huh-huh.	
20	Q What would you Without going into	13:01
21	attorney-client information, what is the nature of the	
22	conversation? What areas would you discuss with	
23	attorneys from Keller and Heckman?	
24	A I didn't discuss much with Keller and Heckman.	
25	I mean, there were I'm trying to think what they	13:01
	Pag	e 137

1	worked on with us, but we we didn't use them after a	13:01
2	while, so	
3	Q Who was the person within the company who	
4	would have had conversations with Keller and Heckman,	
5	if anyone?	13:01
6	A I suppose John Reardon.	
7	Q You may have answered this question, and I	
8	apologize if you did.	
9	But do you have any recollection or knowledge	
10	regarding where the five or six boxes that you,	13:02
11	yourself took out from the Virginia repository may be	
12	at this time?	
13	A No, I don't. I looked, and I don't I don't	
14	know right now.	
15	Q Do you recall having provided the contents of	13:02
16	those, any of those five or six boxes, to another	
17	person?	
18	A I I don't believe so. No.	
19	Q Do you know, Mr. Predmore, what a 499-A is?	
20	A It's not ringing a bell, no.	13:03
21	Q If I were to tell you, it's an FCC form	
22	regarding ownership, would that refresh your	
23	recollection?	
24	A Not really.	
25	Q Okay.	13:03
	Page	138

1	A No.	13:03
2	Q If one had been filed with the FCC on behalf	
3	of Mobex, would you have been the person to file it?	
4	A It's possible I may have, but I don't recall	
5	doing so.	13:03
6	Q Mr. Predmore, we're now searching for a copy	
7	of the declaration you had submitted, and we'll mark it	
8	as an exhibit and give it to you and ask you some	
9	questions about it.	
10	(Deposition Exhibit 17 was marked for	13:04
11	identification by the court reporter.)	
12	BY MR. ZELINGER:	
13	Q Mr. Predmore, I'm asking you to review this	
14	declaration, and I'll ask you if it is indeed your	
15	declaration. Why don't you take the time right now to	13:04
16	review it.	
17	A (Indicating.)	
18	MR. ZELINGER: I'm just going to mention this	
19	for the benefit of those who are on the phone, our	
20	friends on the phone, counsel for defendants, I have	13:05
21	just handed to Mr. Predmore Exhibit 17 which is his	
22	declaration.	
23	Q Mr. Predmore, when you've had an opportunity	
24	to review it, let me know.	
25	A Okay.	13:05
	Page	e 139

1	(Indicating.)	13:06
2	Okay.	
3	Q Mr. Predmore, I handed you Exhibit 17. Is it	
4	indeed your declaration?	
5	A It is.	13:06
б	Q And on the third page of the declaration, does	
7	it bear your signature?	
8	A It does.	
9	Q And it is executed on what date?	
10	A August 5th, 2011.	13:06
11	Q And this is a true and accurate copy	
12	A Yes.	
13	Q of the declaration that you prepared?	
14	A Yes, it is.	
15	Q And do you know to what it was attached?	13:06
16	A I don't recall. No.	
17	Q Were you told the purpose for which you were	
18	asked to prepare this declaration?	
19	A I'm sure I was.	
20	Q Do you know to which form it was submitted?	13:07
21	A I'm sorry. Assuming that that 499 that you	
22	previously	
23	Q Actually, no. Do you know whether it was	
24	submitted to the District Court or the FCC?	
25	A Oh, I don't know.	13:07
	Page	e 140

1	Q Did you actually draft this declaration or was	13:07
2	it drafted for you?	
3	A Part of it was drafted for me, and then I went	
4	through and edited it, but it's all something I believe	
5	to be correct.	13:07
6	Q Can you tell me going through this	
7	declaration, which portions you drafted?	
8	A Okay. Well, one, two, I helped in three,	
9	four, helped in five.	
10	(Indicating.)	13:08
11	Those are the ones I spent I drafted the majority.	
12	The rest I helped with.	
13	Q So is it fair to say that you in the first	
14	instance drafted Paragraphs 1, 2, 3, 4, and 5. But	
15	with respect to the remainder of this declaration, it	13:09
16	was drafted by another person and you subsequently had	
17	an opportunity to review or supplement it?	
18	A Uh-huh.	
19	Q That would be accurate?	
20	A I think that's accurate.	13:09
21	Q Do you know who drafted those portions of this	
22	declaration except for the parts that you drafted?	
23	A No. I think it was pretty much collaborative.	
24	Q Who was collaborating?	
25	A John Reardon and maybe Tim Smith and, you	13:09
	Page	e 141

1	know, whoever was representing them in this.	13:09
2	Q So apart from Sections or Paragraphs 1, 2, 3,	
3	4, and 5, is it your testimony that in the first	
4	instance, this declaration was drafted by Mr. Reardon	
5	and Mr. Smith?	13:09
6	A I Well, and their counsel, I'm assuming.	
7	Yeah.	
8	Q With whom did you communicate in connection	
9	with the preparation or review of this declaration?	
10	A John Reardon.	13:10
11	Q Did you communicate with anybody else in	
12	connection with the preparation of this declaration?	
13	A No.	
14	Q Did you ever have occasion to communicate with	
15	counsel for any party in connection with the	13:10
16	preparation of this declaration?	
17	A No.	
18	Q So is it fair to say then that the only person	
19	with whom you communicated directly in connection with	
20	the preparation of this declaration was Mr. Reardon?	13:10
21	A That's correct.	
22	Q Were you told the reason you were being asked	
23	to prepare this declaration?	
24	A I don't recall.	
25	Q Were you remunerated for the time that you	13:10
	 	142

1	spent in preparing this declaration in any way?	13:10
2	A Not at all, no.	
3	Q You did it out of the goodness of your heart?	
4	A Yes. You could say so.	
5	Q Which is to say you volunteered your time to	13:11
6	prepare this declaration?	
7	A Yes.	
8	Q Do you know whether or not the 499-A form that	
9	we discussed before listed you as CEO of Mobex?	
10	A I don't know.	13:11
11	Q Would that be an accurate statement with	
12	respect to the title of an officer of Mobex at any	
13	time?	
14	A I think I was more of, you know, a COO or	
15	president. I don't recall a CEO, but it	13:11
16	Q You were the only officer at the time that the	
17	form was filed, do you think?	
18	A Probably. Yes.	
19	Q Okay. Do you Are you familiar with the	
20	license referenced in Section 6 of this declaration?	13:11
21	A (Indicating.)	
22	It It sounds familiar.	
23	Q Do you know for a fact that the company paid	
24	approximately \$75,000 each month in site renewal costs	
25	for the incumbent license sites which include the East	13:12
	Pag	e 143

1	Coast lic	cense WRV374?		13:12
2	А	That sounds about right as I remember.		
3	Q	Did you have occasion to verify that		
4	informat	ion before or after reviewing this declaration	on?	
5	А	There There was no one left to verify it	at	13:12
6	the time	, so I I you know, I probably relied		
7	on on	John Reardon for that one.		
8	Q	Would it be fair to say that Mr. Reardon		
9	drafted :	Section 6?		
10	А	Yes.		13:12
11	Q	And you reviewed Section 6?		
12	А	I did.		
13	Q	And you relied on Mr. Reardon for purposes	of	
14	verifying	g the accuracy of the content of Section 6?		
15	А	Uh-huh.		13:13
16	Q	Do you have any		
17	А	Yes.		
18	Q	independent I'm sorry.		
19	Do y	you have any independent knowledge for the		
20	inherent	accuracy of Section 6?		13:13
21	А	Not looking at it now, no.		
22	Q	I'd ask you to look at Section 7.		
23	А	Uh-huh.		
24	Q	In the middle it states, does it not, that		
25	Mobex had	d purchased WRV374 in the year 2000; correct	?	13:13
			Page	144

1	А	Uh-huh. Uh-huh.	13:13
2	Q	Do you know that as a fact?	
3	А	I I I can't I I think so.	
4	Yes. But	t I can't I don't recall right now.	
5	Q	Did you know that the owners of Regionet were	13:13
6	Paul vand	der Heyden and Fred Daniels?	
7	А	Yes, I did.	
8	Q	Is it accurate that in 2002 Mobex was formed	
9	by the me	erger of wholly-owned subsidiaries with MComm	
10	known as	Regionet and Waterway Communications?	13:14
11	А	Let's see. Mobex. Yes. Mobex Network	
12	Services	, yes.	
13	Q	Is it fair to say that Section 7, to your	
14	knowledge	e, was prepared by Mr. Reardon?	
15	А	Yes.	13:14
16	Q	Was Section 8 prepared by Mr. Reardon?	
17	А	Probably.	
18	Q	Do you know for a fact that Mr. Reardon serve	ed
19	as presid	dent and CEO of MComm?	
20	А	He did, yes.	13:14
21	Q	Do you know for a fact that he actually held	
22	those two	o officer titles?	
23	А	Yes, he did.	
24	Q	Was he approved by the board to hold those tw	70
25	officer t	titles?	13:14
		P	age 145

1	A	Yes, he was. I remembered him making up his	s 13:14
2	business	cards.	
3	Q	Do you remember having prepared the minutes	
4	for the	resolutions or some other board disposition :	in
5	connecti	on with Mr. Reardon's appointment to those	13:15
6	position	s?	
7	А	I didn't do that. I was still new there.	
8	Q	But you do know that Mr. Reardon had busines	ss
9	cards wh	ich described him as the president and CEO?	
10	А	Yes.	13:15
11	Q	Do you know for a fact that once the sale wa	as
12	complete	d at the end of December 2005, MComm made its	S
13	final pa	yroll to Mr. Reardon	
14	А	Uh-huh.	
15	Q	is that correct?	13:15
16	А	That's correct. I mean, the best of my	
17	knowledg	e, yes.	
18	Q	Is it fair to say that as it states in Sect:	ion
19	9, that	throughout the period of 2005, Mr. Reardon	
20	assisted	Mobex with the sale of its assets including	13:15
21	the AMTS	sale to ACLM?	
22	А	Uh-huh. Yes.	
23	Q	Would it be fair to say that Mr. Reardon	
24	directed	that sale?	
25	A	(Indicating.)	13:16
			Page 146

1	I I I couldn't say. The board probably 13:1	5
2	directed as it says there. He did correspond with the	
3	board frequently.	
4	Q Now, is it your testimony that Section 9 was	
5	drafted by Mr. Reardon?	5
6	A Yes.	
7	Q Okay. Did he, in fact, assist or direct in	
8	MCLM's due diligence of Mobex?	
9	A Yes.	
10	Q Do you know whether he kept records of the due 13:1	5
11	diligence done of Mobex?	
12	A I remember there being being records, yes.	
13	Q What kind of records, Mr. Predmore, do you	
14	remember there being?	
15	A Just just, you know, site leases, things of 13:1	5
16	that nature. I'm sure just review of the financial	
17	statements, things like that.	
18	Q Do you know whether Mr. Reardon had copies of	
19	those site leases and other such documents made for his	
20	review elsewhere, that is to say, off the premises of 13:1	7
21	Mobex?	
22	A Well, I don't know.	
23	Q Do you know whether whether or where	
24	Mr. Reardon performed the due diligence on behalf of	
25	MCLM?	7
	Page 147	

1	A I don't. This was a timeframe we were	13:17
2	probably working out of our houses, so	
3	Q So you believe that Mr. Reardon was working	
4	out of his own personal home at the time that he was	
5	leading the due diligence on behalf of MCLM?	13:17
6	A He Well, he may have had an office, but I	
7	know I was working out of my house.	
8	Q So Mr. Reardon was working in a location	
9	separate from where you were located	
10	A Yes.	13:17
11	Q for purposes of doing the due diligence	
12	A Uh-huh.	
13	Q on behalf of MCLM?	
14	A At some point, yes.	
15	Q And where were documents located that were	13:17
16	being reviewed for purposes of due diligence?	
17	A I I don't know.	
18	Q How was it that you would know that he did any	
19	due diligence on behalf of MCLM?	
20	A Well, I had seen some, as I said, just	13:18
21	Q I'm just trying to get a sense, Mr. Predmore,	
22	where you saw these.	
23	A Uh-huh. I I I don't recall. I	
24	Q I'm going to read a sentence the last sentence	
25	of Section 9 and you can tell me whether I've read it	13:18
	Page	e 148

1	accurately.	13:18
2	"The MComm's Board determined it to be in Mobex's	
3	best interest for MCLM to acquire white space licenses,	
4	so that MCLM would remain interested in consummating	
5	the purchase of Mobex's incumbent licenses in the AMTS	13:18
6	band."	
7	Did I read that correctly?	
8	A I believe so.	
9	Q To the best of your knowledge, was that	
10	sentence drafted by Mr. Reardon or by you?	13:19
11	A No. That would be Mr. Reardon.	
12	Q Do you know whether there was any record of	
13	the MComm board having made the determination that is	
14	referred to here?	
15	A I I I don't recall.	13:19
16	Q Do you know as a matter of fact, that the	
17	MComm board made such a determination?	
18	A I I don't recall.	
19	Q You don't recall that the board	
20	A It didn't come through me. I'm sorry.	13:19
21	Q So you don't know whether the MComm board made	
22	such a determination?	
23	A I I can't go quite that far. I mean, I	
24	know Again, I there usually when the board	
25	acted, I I did draft consents for them so and I	13:19
	Page	e 149

1	know they were they were pretty active. I just	13:19
2	don't recall.	
3	Q Was it in Mobex's best interest for MCLM to	
4	acquire white space licenses?	
5	A I don't I don't recall.	13:20
6	Q Do you know why it would be in Mobex's best	
7	interest for MCLM to acquire white space licenses?	
8	A Right now I don't I can't think.	
9	Q Hypothetically or theoretically, can you think	
10	of why it would be in Mobex's best interest for MCLM to	13:20
11	acquire white space licenses?	
12	A Right now I don't.	
13	Q Do you know what the status of Mobex's	
14	site-based licenses were at the time that MCLM acquired	
15	these white space licenses?	13:20
16	A I don't know.	
17	Q Do you know whether indeed MCLM did acquire	
18	white space licenses?	
19	A I don't recall.	
20	Q And I believe it was your testimony before	13:21
21	that you do not know whether white space licenses are	
22	subject to being acquired or not; is that correct?	
23	A I I Yeah. I think that's what I	
24	said, you know	
25	Q You know geographic licenses were auctioned;	13:21
	Page	150

1	correct?	13:21
2	A Yes.	
3	Q And you know that site-based licenses were	
4	either delivered or auctioned in some respect; correct?	
5	A Yes.	13:21
6	Q But you don't know whether white space	
7	licenses were auctioned?	
8	A Yeah. I don't recall. Yeah.	
9	Q Do you recall whether this so-called incentive	
10	would apply? It says, "So that MCLM would remain	13:21
11	interested in consummating the purchase of Mobex's	
12	incumbent license in the ATMS band."	
13	A That sounds familiar to me, but I don't I	
14	don't recall.	
15	Q So is it fair to say that you're not sure	13:21
16	whether the incentives described in Section 9 and the	
17	actions described in Section 9 are accurate or	
18	otherwise describable; is that correct?	
19	A I don't recall anymore.	
20	Q Okay. Did you recall at the time that you	13:22
21	executed this declaration?	
22	A It made sense to me when I signed it, yes.	
23	Q What made sense to you?	
24	A This declaration. I don't know whether it's	
25	because I you know, I was discussing it and going	13:22
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1	through it line by line. It's not like I just signed	13:22
2	the document.	
3	Q I'm not suggesting that you did, sir.	
4	At the end of Section 9, which you have testified,	
5	Mr. Reardon drafted, did Mr. Reardon describe to you or	13:22
6	explain to you the meaning of the last sentence of	
7	Section 9?	
8	A I believe so. I told you it sounded familiar	
9	to me, so I that's the only reason it would.	
10	Q So is it fair to say that's the only reason	13:22
11	it would is it fair to say that your familiarity	
12	with the concepts in the last sentence of Section 9	
13	would arise from your discussion from Mr. Reardon at	
14	the time that he drafted this declaration?	
15	A I think that's accurate.	13:22
16	Q Do you know, Mr. Predmore, whether MCLM had a	
17	right under the APA, under the asset purchase agreement	
18	it had with Mobex, to back out of the asset purchase	
19	agreement if MCLM was unable to acquire geographic or	
20	white space licenses?	13:23
21	A That That sounds familiar.	
22	Q I'm going to ask you to look at Section 10,	
23	and I believe you testified that Mr. Reardon would have	
24	drafted that section; correct?	
25	A Uh-huh.	13:23
	Page	152

1	Q The term completely destructed Strike that. 13:23
2	The term "completed constructed" is in the first
3	line of that section; correct?
4	A Uh-huh. Yes.
5	Q Do you know what the meaning of "completely 13:23
6	constructed" is in that context?
7	A Well, again, my my when I signed this,
8	my understanding was that it was it was operational.
9	There was equipment, you know, on on those sites and
10	built out regardless of how much revenue was generated. 13:24
11	Although these, as I recall, were generating revenue,
12	it was declining, but it was generating revenue.
13	Q Do you know whether these were interconnected?
14	A I don't.
15	Q And do you know whether these had active 13:24
16	paying customers?
17	A It I'm pretty sure positive it was
18	had active paying customers.
19	Q Without telling me the identity of these
20	customers, do you indeed know the identity of any of 13:24
21	these customers?
22	A Possibly. Yeah.
23	Q If I were to ask you to identify some of those
24	customers, would you be able to do so without doing so
25	now? 13:24
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1	A I	: I would have to look back, but I have i	.t 13:24
2	pretty goo	od sense.	
3	QI	'd ask you to look at Section 11 of your	
4	declaratio	on.	
5	A O	okay. Uh-huh.	13:25
6	Q W	as that drafted by Mr. Reardon?	
7	A T	hat was.	
8	Q A	are you familiar directly with the facts in	
9	Section 11	?	
10	A T	That I'm more familiar with. Yeah.	13:25
11	Q W	That aspects of Section 11's facts are you	
12	familiar w	with?	
13	A T	That we that Mobex did have an agreement	
14	with Motor	cola to build in those markets, and they wer	`e
15	being acti	vely marketed to to lower them. We had	13:25
16	sales forc	es in those areas, working on getting	
17	customers	on them.	
18	Q L	booking at Section 12, that too was drafted	by
19	Mr. Reardo	on?	
20	A I	think so, yeah.	13:25
21	Q D	oo you believe that the content of Section 1	.2
22	is accurat	ee?	
23	A I	do believe so.	
24	Q A	are you personally familiar with the content	
25	of Section	1 12?	13:25
			Page 154

1	A Twelve or 13?	13:25
2	Q Twelve.	
3	A Twelve. Oh, yes, that is what I just referred	
4	to, the sales teams, yes.	
5	Q Is it accurate that much of Mobex's sales	13:25
б	success resulted from its WATERCOM operation?	
7	A That is correct.	
8	Q Did Mobex have a dedicated PassPort sales	
9	team?	
10	A Uh-huh. That's correct. Yes.	13:26
11	Q What did that PassPort sales team do?	
12	A They Well, they they actively were	
13	seeking customers on the PassPort, which was Motorola's	
14	name to clients, whether they be water-based	
15	customers, taxi, cab companies, whatever, they were	13:26
16	they were disbursed in those markets. We invested	
17	heavily in that.	
18	Q Mr. Predmore, do you know what percentage of	
19	Mobex's business or revenues were comprised of AMTS	
20	station operations?	13:26
21	A I don't know the percentage, but I do know	
22	that was the the profit center for us, and it was	
23	but it was declining.	
24	Q It was the bulk?	
25	A Uh-huh.	13:26
	Page	e 155

1	Q	Do you know when the PassPort systems were	13:26
2	construc	ted?	
3	A	Well, that was that was I don't know.	I
4	mean, I	know we built these these four out fairly	
5	quickly.	Again, that may be in the 2002 timeframe,	13:27
6	beginning	g, and then it got rolling and bigger later o	on
7	after tha	at.	
8	Q	I'd ask you to look at Section 13.	
9	А	Okay.	
10	Q	Was that too drafted by Mr. Reardon?	13:27
11	А	I Yeah. Probably.	
12	Q	Did MCLM indeed assume the leases of Mobex?	
13	А	Yes.	
14	Q	Were there separate lease agreements providi	ing
15	for such	transfer?	13:28
16	А	Separate lease agreements providing for such	ı
17	transfer	?	
18	Q	Like an assignment of lease.	
19	А	Yes, it did. Yes.	
20	Q	Did you personally participate in those	13:28
21	assignme	nts?	
22	А	That would be something I probably would have	<i>r</i> e
23	done.		
24	Q	Now, the last sentence of Section 13 states,	,
25	"Mobex pa	aid those leases for third party site rents	13:28
			Page 156

1	current through the sales date" that is "December 31,	L3:28
2	2005."	
3	That's what it says; correct?	
4	A Yes.	
5	Q Is that an accurate statement?	L3:28
6	A Yes, I believe it is.	
7	Q And were those lease payments made with funds	
8	advanced by MCLM?	
9	A I believe they It's possible, yes.	
10	Q Okay. Could they have been paid with any	L3:28
11	other funds?	
12	A Probably not. Yes.	
13	Q Okay. Section 14 was drafted by Mr. Reardon?	
14	A Yes. Yeah.	
15	Q Do you have personal knowledge of the facts in 1	L3:29
16	Section 14?	
17	A I do remember the CCN agreement. Yes. Yes.	
18	That's accurate.	
19	Q Did you, in fact, and do you, in fact, know	
20	that the PassPort system was a 14-site system?	L3:29
21	A That number I mean, I don't recall now, but	
22	that sounds right.	
23	Q How about Section 15, that too is drafted by	
24	Mr. Reardon?	
25	A Uh-huh.	L3:29
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1	(Inc	dicating.)	13:29
2	Q	Is that correct?	
3	А	Yeah.	
4	Q	Are the facts in Section 15 accurate, to you	ır
5	knowledge	≘?	13:29
6	А	I think so. Yes.	
7	Q	Section 16 was drafted by Mr. Reardon?	
8	А	Yes.	
9	Q	The second sentence of Section 16 references	5
10	an attem <u>r</u>	pt by Clarity to purchase Mobex.	13:30
11	Do 2	you see that?	
12	A	Yes, I do.	
13	Q	Apart from your earlier testimony, are you	
14	familiar	with these facts?	
15	A	I I I do remember them trying to	13:30
16	purchase	it, yes.	
17	Q	Do these facts refresh your recollection wit	ch
18	respect t	to the attempted purchase by Clarity of Mobes	κ ?
19	А	That That is correct.	
20	Q	Do you now recall the the nature of the	13:30
21	purchase	agreement?	
22	А	Yes.	
23	Q	Do you recall that the purchase agreement	
24	changed?		
25	A	I I don't recall. No.	13:30
			Page 158

1	Q Do you recall why the purchase was frustrated 13:30
2	or ended?
3	A Sure. Yes.
4	Q And what was that reason?
5	A Just, I mean, Mr. Havens was continually 13:30
6	opposed to us. And, you know, based on what was
7	described to me, it did scare the got tired of
8	waiting and backed out.
9	Q Who described to you?
10	A That would have been John Reardon. 13:31
11	Q At the time of the Clarity purchase or at the
12	time this declaration was provided?
13	A Oh, at the time of the purchase. I mean,
14	that you know, my recollection.
15	Q Were you familiar with the due diligence that 13:31
16	Clarity performed in connection with this purchase?
17	A Very, very little. I mean, again, doing
18	things like the the lease assignment and things like
19	that.
20	Q Do you know whether Clarity found the assets 13:31
21	of Mobex to be valuable?
22	A I I don't recall now.
23	Q Do you know whether Clarity made a
24	determination that proceeding with this transaction was
25	going to be successful or profitable in its own right? 13:31
	Page 159

1	A Again, my view of that deal was it was going	13:31
2	well, and it ended at some point, so I didn't	
3	understand, and and they withdrew.	
4	Q Do you know whether the status of construction	
5	of individual sites was disclosed to Clarity?	13:32
6	A My assumption is doing due diligence, that	
7	would have been disclosed. I remember seeing	
8	declarations of that, that must be constructed.	
9	Q To your knowledge, was there any repository in	
10	the company that maintained information regarding the	13:32
11	current construction status of any site?	
12	A We I mean, we had a book of the licenses	
13	and I I was pretty sure there was a you know,	
14	constructed a little tab. So we did have that, and I	
15	don't remember seeing any not constructed, so	13:32
16	Q Who kept that book?	
17	A Well, I mean, I had you know, it was there	
18	in the office. I'm not sure. It was you know, I	
19	probably had a copy on my in my shelf. It's not	
20	something I referred to very often.	13:33
21	Q So you believed there were duplicate copies of	
22	a book that contained the status of all the licenses,	
23	namely whether they were constructed, whether they had	
24	revenues, whether they were interconnected, et cetera?	
25	A Probably. It was probably a product of a	13:33
	Page	160

1	database that was kept and someone printed it out or	ne 13:33
2	time.	
3	Q You recall having such a document?	
4	A I think so, yes.	
5	Q Who else do you think had such a document?	13:33
6	A I I don't know if anyone had it printed	
7	out.	
8	Q Do you have a specific recollection seeing	
9	such a document?	
10	A I am pretty sure. I can't say 100 percent	13:33
11	positive; but if I'm thinking of the right correct	ct
12	thing, uh-huh.	
13	Q Do you have a specific recollection having	
14	reviewed that document with another employee in the	
15	company?	13:33
16	A No. No.	
17	Q And do you know who prepared and maintained	d
18	that document for updated the document?	
19	A Yeah. I don't recall. No.	
20	Q Would it have been Mr. Smith?	13:33
21	A Possibly. Yes.	
22	Q Would it have been Mr. Reardon?	
23	A Possibly.	
24	Q Could be anybody else?	
25	A Probably not. No.	13:34
		Page 161

1	Q Would anybody else have the information with	13:34
2	respect to the construction of sites?	
3	A There may have been some you know, Tim's	
4	crew who may have	
5	Q In any event	13:34
6	A yes.	
7	Q it would have been someone who reported to	
8	Mr. Smith or Mr. Reardon?	
9	A Yes.	
10	Q I'm looking at Section 17, Mr. Predmore.	13:34
11	A Okay.	
12	Q That too is drafted by Mr. Reardon?	
13	A (Indicating.)	
14	Yes. That's how I remember it.	
15	Q And the facts contained in Section 17 were at	13:34
16	some point reported to you by Mr. Reardon?	
17	A Yeah. Yes.	
18	Q Do you, in fact, know that the FCC found that,	
19	in fact, Mobex was operating and had timely built its	
20	systems?	13:35
21	A I I remember seeing that decision or	
22	whatever, opinion, but	
23	Q I'd ask you to look at Section 18.	
24	A Uh-huh.	
25	Q It says, "It is beyond question that WRV374	13:35
	Page	162

1	was timely built by Mobex's subsidiary Regionet"	13:35
2	Do you know that as a fact?	
3	A I suppose it shouldn't say, "Beyond question,"	
4	but this is something that I you know, before I	
5	signed it, I I asked that it was true of John	13:35
6	Reardon, yes.	
7	Q You asked Mr. Reardon regarding the	
8	accuracy	
9	A Uh-huh.	
10	Q of Section 18?	13:35
11	A Yes.	
12	Q Do you know what "timely built" means?	
13	A Well, within the within the FCC's rules	
14	I can't remember if it was a year or two years but	
15	to build out.	13:35
16	Q Apart from having asked Mr. Reardon whether	
17	indeed that deadline was met, do you have any	
18	independent knowledge to know?	
19	A No.	
20	Q It also says here in Section 18 of your	13:36
21	declaration that WRV374 was operated properly by Mobex	
22	during its ownership of the licenses.	
23	A Uh-huh.	
24	Q What does "properly" mean here?	
25	A I'm assuming in Well, complied with the FCC	13:36
	Page	e 163

1	requirements for being constructed.	13:36
2	Q Do you know if WRV374 had customers?	
3	A I know Regionet had customers. That specific	
4	license now, I can't tell you now. I don't know.	
5	Q Do you know whether that specific license	13:36
6	WRV374 generated revenues?	
7	A I said it there, so I'm Well	
8	(Indicating.)	
9	Q For the record, I don't believe you said that	
10	there.	13:37
11	A No, no, no. That's what I was reading it	
12	again. Yeah. I don't know.	
13	Q Do you know whether the station WRV374 had	
14	interconnection?	
15	A I don't recall.	13:37
16	Q Is it true that Mr. Reardon and you regularly	
17	reported to the board on your revenues and your cash	
18	needs?	
19	A Yes. I mean my communications really	
20	consisted of sending them some updates, spreadsheets,	13:37
21	whatever.	
22	Q And then by "them," you mean members board?	
23	A Members of the board. I think there were	
24	three members who really were active.	
25	Q How frequently did you send these	13:37
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1	spreadsheets?	13:37
2	A I don't recall. But at this point in time,	
3	they they they were more active. I don't think	
4	it was every month. It may have been, but it was	
5	fairly frequent.	13:38
6	Q When you say "this point in time," what do you	
7	mean? Is that 2005 and '6 or	
8	A Yes.	
9	Q And where were those spreadsheets kept? With	
10	the minutes of the board?	13:38
11	A Not Not with the minutes. Just Just	
12	they were spreadsheets we'd be generating down in the	
13	Jeffersonville office, and we'd send them send it to	
14	them.	
15	Q How would you learn that the board had	13:38
16	approved of the use of proceeds?	
17	A There That would have to come from John	
18	Reardon and and again, when I'm pretty you	
19	know, asset purchase agreements. We generally had the	
20	resolutions in them, stating that they approved.	13:38
21	Q Well, quite apart from the asset purchase	
22	agreement, this sentence states, "Mr. Reardon and I	
23	regularly"	
24	A Uh-huh.	
25	Q "reported to the Board on our revenues and	13:38
	Page	e 165

1	our cash needs"	13:38
2	A Uh-huh.	
3	Q "to continue to operate the incumbent sites	
4	around the nation"; correct?	
5	A Uh-huh. Uh-huh.	13:38
6	Q How did you learn that the board approved of	
7	the use of proceeds, that is, your application of cash	
8	needs?	
9	A That was Generally I would learn that	
10	through John Reardon.	13:39
11	Q Is it fair to say, Mr. Predmore, that except	
12	for Sections 1, 2, 3, 4, and 5 of your declaration,	
13	that Mr. Reardon is the person most knowledgeable from	
14	Mobex regarding the remainder of this declaration?	
15	A That would be correct.	13:39
16	Q Do you know why Mr. Reardon asked you to sign	
17	this declaration when he was the person most	
18	knowledgeable regarding its contents?	
19	A That was I mean, I did have knowledge of	
20	it. Again and I do believe they are accurate, and	13:39
21	so he had me sign that as a representative of Mobex.	
22	Q Mr. Predmore, I'm not challenging your candor,	
23	and you have testified that you relied on your	
24	judgments in many cases, on Mr. Reardon's candor and	
25	knowledge with respect to your asseverations and your	13:40
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1	signature to this declaration; is that correct?	13:40
2	A That is correct.	
3	Q Would it be fair to say, Mr. Predmore, that	
4	Mr. Reardon was the person most knowledgeable from	
5	Mobex in connection with the FCC practices	13:40
6	FCC-related practices of Mobex?	
7	A Definitely more knowledgeable than I was, yes.	
8	Q Would it be fair to say that Mr. Reardon is	
9	the person who directed the FCC-related activities of	
10	Mobex?	13:40
11	A That would be correct.	
12	Q And would it be fair to say that Mr. Reardon	
13	is the person who exercised discretion with respect to	
14	the FCC-related activities of Mobex?	
15	A That would be correct.	13:40
16	Q When the board required Strike that.	
17	When board approval was required for Mobex to take	
18	actions in connection with FCC-related activities, who	
19	reported to the board in that respect?	
20	A FCC activities?	13:41
21	Q Yes.	
22	A He would probably provide the report, and I	
23	would follow up with the resolution generally.	
24	Q Did you ever report directly to the board	
25	regarding FCC-related activities?	13:41
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1	A I don't think so.	13:41
2	Q Would it be fair to say that Mr. Reardon is	
3	the person most knowledgeable regarding Mobex's AMTS	
4	licenses?	
5	A I think that's accurate.	13:41
6	Q And is it fair to say that Mr. Reardon is the	
7	person most knowledgeable regarding Mobex's AMTS	
8	stations?	
9	A Could be Tim Smith as well.	
10	Q Okay. But it is fair to say that either	13:41
11	Mr. Tim Smith or Mr. Reardon are more knowledgeable	
12	regarding the details and the facts and the business	
13	operations of the AMTS stations of Mobex than are you?	
14	A Yes.	
15	Q Do you know whether Nextel conducted due	13:42
16	diligence on the construction and operation status of	
17	the AMTS licenses?	
18	A I I think they did. They were fairly	
19	active as I recall.	
20	Q And are you aware of an FCC hearing	13:42
21	investigating MCLM's investigating MCLM regarding	
22	the construction operation status of the former	
23	former Mobex AMTS stations? Do you need me to restate	
24	that again?	
25	A No.	13:42
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1	I don't recall. Yeah.	13:42
2	Q You don't recall?	
3	A No.	
4	Q When you say you don't recall, you don't have	
5	any recollection of there being such an FCC action?	13:42
6	A No. I don't remember. I don't. Yeah.	
7	Q If there had been such an FCC action, is that	
8	something that Mr. Reardon would have led the response	
9	to on behalf of the company?	
10	A Possibly. Yes.	13:43
11	Q Would you Would you have done so?	
12	A No. It would not have been me probably.	
13	Q Do you know whether Nextel received copies of	
14	records of construction and operation of stations for	
15	its due diligence?	13:43
16	A I I don't recall. That would have been	
17	something that came out of Tim Smith's office. Yeah.	
18	Q So if that information was requested, it would	
19	not have been requested of you?	
20	A No.	13:43
21	Q And you would not have been aware of it	
22	necessarily?	
23	A No.	
24	MR. ZELINGER: I'm going to ask that we take	
25	another five-minute break.	13:44
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1	(A recess is taken.)	13:44
2	(Deposition Exhibit 18 was marked for	
3	identification by the court reporter.)	
4	BY MR. ZELINGER:	
5	Q Mr. Predmore, before we go on to the next	13:55
6	exhibit, I want to you to look at the previous exhibit,	
7	Exhibit 16, I believe; right? Which was your	
8	declaration.	
9	Your declaration, you last testified, that that,	
10	to your knowledge, of the APA I'm referring to	13:55
11	section Sections 9 and 10 that you testified that	
12	MCLM did have a right to back out of the asset purchase	
13	agreement if MCLM was unable to acquire white space	
14	licenses.	
15	A I believe I said that was my belief, yes.	13:56
16	Q Were you involved in the reasoning or the	
17	rationale for that term of the agreement?	
18	A Involved in the decision, no. No. No.	
19	Q Do you have any understanding as to why that	
20	term would be in the agreement?	13:56
21	A Thinking back right now, no, I I I	
22	couldn't tell you right now.	
23	Q Do you know whether MCLM requested that term?	
24	A I believe they did. I mean, just thinking	
25	back, I do remember it being, you know, part of the	13:56
	Page	· 170

1	deal. I just If you asked me for the rationale, I	13:56
2	don't know.	
3	Q Do you know whether MCLM or anybody else had	
4	made a judgment as to whether the site-based AMTS	
5	licenses would be valuable without the additional white	13:57
6	space or geographic licenses?	
7	A No. I don't know.	
8	Q Do you recall having participated in any	
9	discussion regarding that term in the APA with counsel	
10	or representatives for MCLM?	13:57
11	A The white space term?	
12	Q Do you recall having had an opportunity to	
13	communicate with representatives of MCLM in connection	
14	with this term that you testified to?	
15	A I did not communicate with MCLM.	13:57
16	Q Would it have been Mr. Reardon who	
17	communicated with them in that respect?	
18	A That is correct.	
19	Q You now have before you a document which has	
20	been marked as Exhibit 18. I've asked you to take a	13:57
21	look at this document and tell me if you recognize it.	
22	A It does look familiar. I mean, I do recall	
23	seeing Again, it looks a little different with all	
24	these strange columns, but I recall having I was	
25	thinking of the spreadsheets of this sort to help us	13:58
	 Page	· 171

1	understand whether the sites were revenue generated or	13:58
2	not.	
3	Q This is a document that you indeed produced to	
4	the plaintiffs; is that correct?	
5	A I produced this?	13:58
6	Q Uh-huh.	
7	A Okay. Then I did.	
8	Q Well, I'm asking you if you have any	
9	recollection of having produced this document to	
10	plaintiff.	13:58
11	A Oh, I do not. No.	
12	Q Would it surprise you if I noted that it was	
13	among the 400 documents that you produced to plaintiffs	
14	in the last two weeks?	
15	A No Well, yes.	13:58
16	Q It would surprise you?	
17	A Okay. It would.	
18	Q You don't know?	
19	A I don't know.	
20	Q Did you review the documents that you sent to	13:58
21	the plaintiffs in the last two weeks?	
22	A I I had reviewed them previously and and	
23	then, you know just that the I was overwhelmed	
24	when you asked for me again or demanded them, and they	
25	were sent off.	13:59
	Page	172

1	Q Let me just ask you a few questions about your	13:59
2	identification and your collection of the documents	
3	that you produced to the plaintiffs in connection with	
4	your deposition	
5	A Uh-huh.	13:59
6	Q and other requests here.	
7	When did you collect the documents that you	
8	produced to the plaintiffs?	
9	A Those have been on a flash drive for, I mean,	
10	a long time. I remember saving them some time ago and	13:59
11	transferring them to a flash drive at some point. And	
12	that's what I that's what I had left over from my	
13	computer. So the specific time, I don't As far as	
14	collecting them specifically, I don't recall.	
15	Q Did you collect them from your computer and	13:59
16	place them on your flash drive at a certain time in	
17	order to respond to the plaintiff's document requests?	
18	A No. These are what I had left from my Mobex	
19	documents, from my other two computers. I mean, this	
20	was it. I mean, I saved them, and that's what I had.	14:00
21	I don't know why I had them there. I didn't I	
22	didn't I didn't sort through them. I didn't do	
23	anything. These are just what I had collected.	
24	Q So is it your testimony that at a certain	
25	time, you collected and aggregated all the documents	14:00
	Page	e 173

1	that survived your computer crashes that you had within 14:00	
2	your personal possession and control and put them on a	
3	flash drive?	
4	A Yes. That is correct. Yes. I don't know why	
5	they were on that drive or there is no rhyme or reason 14:00	
6	to them, but those are what I had.	
7	Q And is it your testimony that you you took	
8	this action when you were still employed by Mobex or	
9	subsequent to your employment?	
10	A That was probably It's hard to say because 14:00	
11	again, these are just things I you know, it's what I	
12	had existing, and at some point I just saved them to	
13	the flash drive.	
14	Q And that flash drive is within your possession	
15	currently? 14:00	
16	A I don't I don't have it now, no. Yeah.	
17	Q Where is the flash drive now?	
18	A I'm hoping I'm hoping it was two weeks	
19	ago my iPad which I kept in a Coach portfolio turned up	
20	missing with my iPad, my Passport, and other things I 14:01	
21	kept in there. I don't know if it's in there or not,	
22	but that's where I kept it. So	
23	Q Is it your	
24	A I don't know if it's in there, but I will	
25	verify. 14:01	
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1	Q All right. Thank you. That would be great if 14:01	
2	you could verify that for us.	
3	The documents that you have presented or produced	
4	to the plaintiffs, to the best of your knowledge, do	
5	they comprise every document that was contained on the 14:01	
6	flash drive?	
7	A There may have been non I'm sure there	
8	were other things on that flash drive, but not not	
9	Mobex related. Yeah.	
10	Q So the Mobex-related documents that you 14:01	
11	produced to the plaintiffs	
12	A Uh-huh.	
13	Q are those all the Mobex-related documents	
14	that were contained on flash drive	
15	A Yes. 14:02	
16	Q to the best of your knowledge?	
17	A Yes.	
18	Q And do you have any other Mobex-related	
19	documents in your possession or control other than what	
20	were contained on the flash drive? 14:02	
21	A No. I mean, I'll check my emails, as I	
22	promised, but not not in any other physical drive.	
23	Q Did you ever have a practice of cc'ing	
24	yourself a personal email of yours for purposes of	
25	Mobex communications? 14:02	
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1	A At the time if I did, it was generally was	14:02
2	from say one an account that I didn't use commonly.	
3	Say if it was when I was at NRECA, if I had a response	
4	or something there, then I may have cc'd myself to	
5	my you know, other account, but probably not a	14:02
6	common practice. No.	
7	Q This Exhibit 18 which I have provided to	
8	you	
9	A Uh-huh.	
10	Q I will tell you that it was provided to the	14:02
11	plaintiffs by you.	
12	A Uh-huh.	
13	Q I know that you haven't testified to that	
14	because you don't know that from personal knowledge.	
15	I'm not asking you to conjecture.	14:03
16	A Uh-huh.	
17	Q What I would ask you to do is take a look at	
18	the document and see if you noted before that it	
19	looked familiar to you, and you made reference to that	
20	that this is the sort of document you were speaking	14:03
21	about.	
22	Can you provide me some better indication of what	
23	kind of document is it and for what purpose it was	
24	used; and when you were earlier making reference to it,	
25	what what were you talking about?	14:03
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1	A Well, I mean, it was just for me, it was to	14:03
2	just I don't recall if this was created for, you	
3	know, for due diligence or whatever. At some point, it	
4	became just you know, again, let me	
5	(Indicating.)	14:03
6	It was If I had a question about anything, I	
7	I knew where to turn.	
8	Q So is this a master document of the sort you	
9	were referring to before which you believed existed in	
10	duplicate where the status of any station could be	14:04
11	identified?	
12	A I was thinking more for the master database,	
13	something that was printed off from the FCC's website	
14	that had the you know, all the the other	
15	information on the license, not this (indicating).	14:04
16	Q Okay. So what does this represent for you?	
17	A This is Again, I think this is something	
18	developed by one of our administrative assistants.	
19	Just because I mean, this Again, I haven't looked	
20	at it in a while.	14:04
21	Q Sure. Take a minute and look at it. And I	
22	would ask you as you look through it, if you could	
23	think about who would have directed the this kind of	
24	document be created.	
25	A Well, I think it's something I requested of	14:04
	Page	e 177

1	our administrative assistant to probably in	14:04
2	relationship to some of these due these deals, just	
3	so I would have an understanding about the specifics of	
4	these sites. I mean, I knew it would be required to	
5	again, if I I think I was more interested in the	14:05
6	lease terms for a lot of things because a lot times	
7	that is what I would negotiate is the leases with the	
8	land, you know.	
9	Q Mr. Predmore, let's assume that I haven't the	
10	slightest idea what this document is.	14:05
11	A Yeah.	
12	Q Can you take me through, for example, the	
13	first line and tell me what this document is about and	
14	what kind of information it conveys to the	
15	knowledgeable reader?	14:05
16	A Yeah. The project number, I don't know.	
17	Okay.	
18	Q Overall, what does the document refer to?	
19	It's a collection of what?	
20	A For me, it was more the site leases and	14:05
21	Q This is only AMTS sites or other sites?	
22	A I I don't know. I'd have to look.	
23	Q Okay. So there is there is a horizontal	
24	entry for each site lease, you believe?	
25	A Yes.	14:05
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-			14.05
1	Q	Okay. And so the first vertical column is	14:05
2	entitled	"Project Number"?	
3	А	Uh-huh.	
4	Q	And those project numbers have an "EB" or	
5	"CB"		14:06
6	A	Uh-huh.	
7	Q	prefix; correct?	
8	А	Uh-huh.	
9	Q	Do you know to what those prefixes refer?	
10	А	No, I do not.	14:06
11	Q	And how about "WC"?	
12	А	"WC," no, I do not.	
13	Q	And some in that same horizontal category have	
14	the word	"Existing."	
15	А	Uh-huh.	14:06
16	Q	Does that mean the others didn't exist?	
17	А	No. No. I don't know what it means.	
18	Q	Okay. So take me through, perhaps, the first	
19	column, v	which is EB102, does it not say that?	
20	А	It does say that, yes.	14:06
21	I do	on't know what that means.	
22	Q	You don't know what the project number refers	
23	to?		
24	А	Uh-huh.	
25	Q	How about the site code?	14:06
		Pag	re 179

1	A Site code, I don't know.	14:06
2	Now that I think about this, I think it came from	
3	probably our Jeffersonville office.	
4	Q When you say "this," you mean this document	
5	was prepared in your Jeffersonville office?	14:07
6	A I believe so.	
7	Q Do you have an idea or any remember who in	
8	your Jeffersonville office would have produced this	
9	document?	
10	A I don't recall.	14:07
11	Q Do you know from what information sources this	
12	document would have been compiled or produced?	
13	A I I believe a variety.	
14	Q And do you still believe that it was this	
15	document was prepared at your request or do you believe	14:07
16	it was prepared at somebody else's request?	
17	A No. I think I started receiving it probably	
18	at my request. Probably prepared it at maybe accounts	
19	payable's request because I knew it went to you	
20	know, pay certain lessors or repaid or when to expect	14:07
21	payment.	
22	Q So let's go across. The next horizontal	
23	category is "Site Name."	
24	A Uh-huh.	
25	Q And what is that first example?	14:07
	Page	180

1	A Where the tower or the specific, you know,	14:07
2	license would be located.	
3	Q And the first horizontal column is	
4	Allentown	
5	A Yes.	14:08
6	Q is that right?	
7	Is that an AMTS station?	
8	A I don't know. I don't know right now.	
9	Q The site is in Lehigh, Pennsylvania?	
10	A Uh-huh.	14:08
11	Q And the lessor is whom?	
12	A Pinnacle Towers.	
13	Q And it provides the coordinates?	
14	A Uh-huh.	
15	Q What do those coordinates refer to? Do you	14:08
16	know?	
17	A They are the geographic location.	
18	Q Does that refer to the contour of the of	
19	the spectrum that is serviced or	
20	A No. I assume I was assuming it was the	14:08
21	actual location of the tower.	
22	Q Of the tower. Okay.	
23	MR. ZELINGER: Kelley, are you still there?	
24	MS. HASTIE: I'm still here.	
25	MR. ZELINGER: Jeremy, are you still there?	14:08
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1		MR. LACKS: Yes.	14:08
2		MR. HAVENS: This is Warren Havens. I jus	t
3	got back	on.	
4		MR. ZELINGER: Thank you very much, Warren	
5	Q	The next horizontal column I beg your	14:08
6	pardon -	- the vertical column is, "Executed."	
7	What	t does that refer to, that execution date?	
8	A	That would be the lease itself.	
9	Q	The lease?	
10	А	Yeah.	14:09
11	Q	Okay. And the "Monthly" refers to the mont	hly
12	lease rat	te?	
13	A	That's correct.	
14	Q	And the "Term" is the duration of the lease	?
15	А	Exactly.	14:09
16	Q	The "Termination Date"?	
17	A	Self-explanatory.	
18	Q	Self-explanatory. 2005 to 2006 throughout?	
19	A	Uh-huh.	
20	Q	The "Contract #?"	14:09
21	A	I'm assuming that's one of our accounting	
22	internal	numbers.	
23	Q	Was every contract of the company given an	
24	internal	contracting number?	
25	A	I don't know. Apparently not.	14:09
			Page 182

1	Q Was every contract that you worked with given	14:09
2	an internal contracting number, to your knowledge?	
3	A No. That was not something I assigned.	
4	Q Okay. Was any contract you were with given an	
5	accounting contract number by your CFO's office or	14:10
6	accounting knowledge, to your knowledge?	
7	A Not by me.	
8	And that could be Pinnacle's since maybe it's	
9	their contract number. I don't know.	
10	Q The next vertical column is listed as "Set up	14:10
11	as recurring?"; correct?	
12	A Uh-huh. Uh-huh.	
13	Q What does recurring refer to in your	
14	knowledge?	
15	A To me, I don't I don't know what it means	14:10
16	on this sheet.	
17	Q Okay. The next column says, "Notes"; correct?	
18	A Uh-huh.	
19	Q What kind of notes are reflected here based	
20	upon your review?	14:10
21	A Well, it looks to be, you know, what are the	
22	lease terms as far as the payment goes	
23	Q Okay.	
24	A annual increases.	
25	Q And the next category, "TX Location"?	14:10
	Page	183

1	A Yeah. That, I don't know.	14:10
2	Q And how about the next vertical category, "RX	
3	Location"?	
4	A Yeah. No. I don't know.	
5	Q And the next category is "# of racks"?	14:10
6	A Okay. That's something inside the building,	
7	how much space are they leasing inside the	
8	communications building.	
9	Q And what is a rack comprised of?	
10	A Well, I don't know if it's if it's the full	14:11
11	rack or just one board. I'm assuming it would be the	
12	entire rack where they slide these circuit boards into.	
13	Q Do you know whether or not one rack is	
14	sufficient to support an operating operating	
15	station?	14:11
16	A I don't know.	
17	Q The next category does not have a title; is	
18	that correct?	
19	A That's correct.	
20	Q Well, if you could look at the description	14:11
21	there, can you tell me what is described? It says,	
22	"License Holder," does it not?	
23	A Uh-huh.	
24	Q For some of the entries?	
25	A Uh-huh.	14:11
	Page	e 184

1	Q "PassPort - Chicago," do you know what that	14:11
2	refers to?	
3	A Reading this, looks like PassPort Chicago	
4	would be the the systems we're creating in in	
5	those geographic areas.	14:12
6	The others are license holders. Probably just the	
7	minimum construction requirements.	
8	Q So is this the purpose? Is the status of the	
9	station site? What do you think this category refers	
10	to?	14:12
11	A It's the purpose. The purpose of everything	
12	is to make money	
13	Q Okay.	
14	A generate revenue.	
15	Q You mentioned that the that license holder	14:12
16	probably indicates minimum construction requirement?	
17	A I'm I'm guessing. Yeah.	
18	Q Do you know what the minimum construction	
19	requirement is?	
20	A No, I do not.	14:12
21	Q Why do you think the license holder refers to	
22	minimum construction requirement?	
23	A Oh, why do I think	
24	Q Why would you think that?	
25	A Because I think in order to hold the license,	14:12
	Page	e 185

1	you have	to meet minimum requirements.	14:12
2	Q	Okay. The next vertical category is entitled	,
3	"Revenue	Generating"; correct?	
4	А	Uh-huh.	
5	Q	And then by site station or by license, it	14:13
6	says eith	ner "N" or "Y" meaning probably "Yes" or "No"?	
7	A	Uh-huh.	
8	Q	Are there a number here a number of	
9	stations	for which there is an "N" indicating no	
10	revenue g	generating?	14:13
11	A	That is correct.	
12	Q	Would this refresh your would this this	
13	vertical	column in this table refresh your recollection	n
14	with resp	pect to whether certain stations or all	
15	stations	generated revenues?	14:13
16	A	Yeah. Sure.	
17	Q	So if it states, as it does in many cases, "N	"
18	for rever	nue generating, meaning no revenues	
19	A	Uh-huh.	
20	Q	does that, in your view, indicate no	14:13
21	customers	5?	
22	A	No.	
23	Q	What does it mean?	
24	А	That means you are not it's after all	
25	expenses,	, you are not generating revenue. Well, I	14:14
		Pa	age 186

1	guess, yes. I am thinking of something different.	14:14
2	Q You're thinking net revenues or profits;	
3	correct?	
4	A Yes, yes, yes.	
5	Q So if it's not generating any revenues, would	14:14
б	that indicate to you there are no customers at those	
7	sites?	
8	A Probably at the time. Uh-huh.	
9	Q And have you any idea what at the time was,	
10	that is to say, what period of time this this table	14:14
11	covers?	
12	A No, I do not. This could be quite old, but it	
13	has to be at least 2002 with the PassPort.	
14	Q It has to be no earlier than 2002; correct?	
15	A Yes.	14:14
16	Q Do you have any idea in general the duration	
17	of the leases of your sites?	
18	A We typically tried to obtain five-year leases	
19	at a minimum. Some were significant, 25 years. Others	
20	were as short as a year.	14:15
21	Q Okay. So if one were to look at the	
22	termination date for these licenses listed in the	
23	horizontal column in the middle	
24	A Uh-huh.	
25	Q they are 2005, 2008, 2008, 2006, 2005,	14:15
	Page	187

1	would that lead you to believe then that this table	14:15
2	reflected a period of time somewhere between 2002 and	
3	2005 or '6?	
4	A (Indicating.)	
5	Q This would be the logical conclusion?	14:15
6	A I'm looking at the terms. You got a two-year	
7	term. This one is expires in 2000 Hold on.	
8	Then, yes, probably No. Yeah, 200 2005.	
9	I'm just looking.	
10	Q Sure. I appreciate you're assessing this.	14:16
11	A I'm looking at a one-year term. Termination	
12	date of 2005. That puts you in 2004.	
13	One-year term expiring in 2004.	
14	I have to look at it. Generally speaking, it	
15	seems to be accurate.	14:16
16	Q Based upon the information in this table, your	
17	assessment and your testimony is that this table	
18	probably was generated at or about 2004?	
19	A Probably around that time, I would think, or	
20	at least updated.	14:16
21	Q Is there anything in this table to suggest to	
22	you that it was generated before 2004?	
23	A No. Again, I'm looking at some here. Initial	
24	five-year term, expires in 2009. That puts it right at	
25	2004. So I think that's accurate.	14:17
	Page	e 188

1	Q So it's fair to say that it is your testimony	14:17
2	that you have reviewed this document. And based upon	
3	your logical assessment, you have drawn the conclusion	
4	that this document was generated at or about 2004; is	
5	that correct?	14:17
6	A That's accurate.	
7	Q Okay. Earlier, Mr. Predmore, you testified	
8	that you believed that that there were revenues	
9	generated at all, if not most, if not all, of the	
10	stations maintained by Mobex; is that correct?	14:17
11	A Uh-huh.	
12	Q Having now referred to this table, does it	
13	refresh your recollection perhaps and indicate to you	
14	that that that is not an accurate statement, that	
15	there were absence that there was absence of	14:18
16	revenues at some of the stations?	
17	A Well, they do seem to contradict each other,	
18	yes.	
19	Q "They" meaning the information on this	
20	table	14:18
21	A Yes.	
22	Q seems to contradict your earlier testimony?	
23	A Yes.	
24	Q Okay. Do you have any reason to believe that	
25	the information contained in this table is inaccurate?	14:18
	Pag	e 189

1	A I can't say it's completely accurate. I can't 14	:18
2	say it's inaccurate.	
3	Q Do you know which department of the company	
4	would have generated this table or the information in	
5	this table referencing revenues?	:18
6	A It would have been would have been accounts	
7	receivable/accounts payable.	
8	Q And do you know, to the best of your	
9	recollection, whether this document was put together	
10	I believe you said in Jeffersonville?	:18
11	A Probably.	
12	Q by the AP by the accounts payable	
13	department?	
14	A Yes. I believe so.	
15	Q Would any other department have compiled this 14	:18
16	document, to your knowledge?	
17	A I think it would have been a collaborative	
18	effort regarding some of the you know you know,	
19	the other engineering-type terms, but, yeah, I think	
20	that's fair.	:19
21	Q And the folks who would have collaborated in	
22	the compilation of the data which comprised this	
23	document, would they all have been located in	
24	Jeffersonville?	
25	A Yes. 14	:19
	Page 19	90

1	Q Okay. Do you have any recollection as to who	14:19
2	might have led the effort or actually compiled the data	
3	ultimately for inclusion in this table?	
4	A No. Possibly the CFO.	
5	Q Who was the CFO at that time?	14:19
6	A At that time? I can only think of one CFO	
7	right now. That's not to say there was only one.	
8	Q Who is that?	
9	A Scott Preston.	
10	Q Do you have any recollection discussing	14:19
11	questions or queries, concerns, you might have had	
12	about this or similar documents with anybody at the	
13	company?	
14	A Not Not really. My Again, my concern	
15	was the lease negotiations and renewals, so when I	14:20
16	would look at this.	
17	Q If you had a question about this document or	
18	its contents	
19	A Uh-huh.	
20	Q to whom would you have Who did you pick	14:20
21	up the phone and call?	
22	A Possibly Tim Smith. Maybe Sharon Watkins.	
23	Q Who was Sharon Watkins?	
24	A She was I can't remember if she was the	
25	accounts payable or accounts receivable.	14:20
	Page	e 191

1	Q	Was she in Jeffersonville?		14:20
2	А	She was.		
3	Q	Was Tim Smith in Jeffersonville?		
4	А	He was.		
5	Q	Where is he located now?		14:20
6	А	I believe still there. I don't know.		
7	Q	Do you believe that Jefferson Do you		
8	believe M	CLM acquired and assumed the lease of Mobex	at	
9	Jefferson	ville?		
10	А	I I think so. I do believe.		14:20
11	Q	Do you believe that MCLM occupies the same		
12	office sp	ace that Mobex occupied in Jeffersonville?		
13	А	I think they moved, but I think that's		
14	correct.			
15	Q	Is there any reason to think that MCLM would	d	14:21
16	not have	acquired the documents of Mobex that were or	n	
17	site at J	effersonville when it assumed the lease or		
18	assumed t	he office space?		
19	А	That's That's probably correct.		
20	Q	Do you know the nature in general of the ki	nds	14:21
21	of docume	ents that were more likely to be kept in		
22	Jefferson	ville?		
23	А	Not really. They just are the operational		
24	documents	, whatever they may be.		
25	Q	So copies of leases?		14:21
			Page	192

,	No had some looses up in Winning What was 14.21
1	A We had some leases up in Virginia. That was 14:21
2	maybe in those boxes perhaps.
3	I think down there it was more the you know,
4	human resource you know, operational documents:
5	Human resources, tax documents, things of that nature 14:22
6	in.
7	Q Revenue documents?
8	A Yes. Financial statements.
9	Q Financial statements. Payments of fees?
10	A Yes. 14:22
11	Q Business registration documents?
12	A Yes. I would probably have some of them up in
13	the Virginia office as well.
14	Q You testified earlier that you were pretty
15	much responsible for filing doing business 14:22
16	registrations in various states; is that correct?
17	A Uh-huh.
18	Q When you would do so, would you send a copy of
19	the registration to your Jeffersonville office?
20	A That We may have. That is something I 14:22
21	probably I don't recall. Yeah. I think so because
22	they would need to it to to show, so
23	Q Did you regard your Jeffersonville office as
24	sort of the central repository for corporate records?
25	A No. Probably That was probably Virginia. 14:22
	Page 193
	1 330 170

1	Uh-huh.	14:22
2	Q Would it be fair to say that your	
3	Jeffersonville office was the repository for	
4	financially-related corporate documents?	
5	A Probably. Yes.	14:23
6	Q Was it your practice to file a registration	
7	for doing business wherever Mobex had an AMTS station?	
8	A Probably not wherever there was an AMTS	
9	station.	
10	Q Why not?	14:23
11	A I I think we researched it at some point.	
12	Whether or not it constituted doing business as having	
13	a tower or owning real property, whether that	
14	constituted doing business, and I think our conclusion	
15	was that it did not.	14:23
16	Q Is it fair to say that your conclusion was	
17	based upon the generation of a minimum amount of	
18	revenues?	
19	A No. I think It was a while ago.	
20	And we may have sought advice from outside counsel	14:24
21	on this as well. But it wasn't I don't think it was	
22	based on a minimum amount of revenue. There were a few	
23	factors.	
24	Q What do you think the factors were? Can you	
25	recall what the factors were that would absolve or	14:24
	Page	e 194

1	negate the obligation of the company to file a doing	14:24
2	business registration when it had a lease and ownership	
3	of a license in a particular state?	
4	A I mean I mean, I don't recall thinking	
5	back. I'm trying to think back to law school. I'm	14:24
6	drawing a blank.	
7	Q But I just want to make clear that I	
8	understand your position, your best recollection	
9	A Uh-huh.	
10	Q that Mobex did not or wouldn't feel the	14:25
11	obligation to file doing business registrations in	
12	certain states even though it had a license to operate	
13	a station and had set up a tower for that station in a	
14	particular state?	
15	A That that that may be correct, unless	14:25
16	it's not a significant or not meeting the threshold	
17	of doing business. I I don't recall what that	
18	threshold was.	
19	Q Apart from revenues, can you think of any	
20	other threshold that may have applied?	14:25
21	A Sure. You know, entering into a contract	
22	with, say, Motorola in Chicago. Obviously, it's a big	
23	contract. Even if we're losing money there and not	
24	generating revenue, then we're we're you know,	
25	doing business.	14:25
	 	e 195

1	Q Would it be fair to say that Mobex was losing	14:26
2	money even though it may have been generating revenue	
3	on most of its AMTS stations?	
4	A I I I don't know.	
5	Q Now, if we look at this Exhibit 18 again,	14:26
6	there are a number of entries for which there is an	
7	indication that there were no revenues whatsoever;	
8	correct?	
9	A Uh-huh. Uh-huh.	
10	Q By my count, if each of the horizontal lines	14:27
11	represents a site station where there was a lease,	
12	there were, by my count, 53 different stations where no	
13	revenues were being generated.	
14	A Okay.	
15	Q I'd ask you to do the same count. Why don't	14:27
16	you take a count and see if we're off by one or two.	
17	A I trust you on your count.	
18	Q Okay. And it looks like a rather small	
19	minority of the stations were generating revenues by	
20	virtue of a "Y," indicating "Yes" in the column.	14:27
21	Would you agree with that?	
22	A Yes.	
23	Q Do you recall that having been the state of	
24	affairs at the time at about the time this document	
25	was produced, that is, in 2004?	14:27
	Page	e 196

1	A I don't recall. I mean, I can't even tell you 14:	: 27
2	if this is a complete list. I don't know.	
3	Q Would you have been in a position to know that	
4	information at the time or was it irrelevant to the	
5	you know, to the duties that you were exercising at the 14:	: 28
6	time?	
7	A I probably wouldn't know. I mean, this is	
8	just not again, this may not have been a complete	
9	I somehow doubt it is complete if there is only, you	
10	know you know, 53.	: 28
11	Q Well, there is 53 "No's."	
12	And we can count the number of "Yeses," but there	
13	are probably about 70 entries here.	
14	A Yes.	
15	Q Do you know how many stations total Mobex had? 14:	: 28
16	A No. No.	
17	Q Okay. And at any time do you know how many	
18	the total it was?	
19	A No, I don't recall.	
20	Q Do you know what the status of revenue 14:	: 28
21	generation of any of the stations was at the time that	
22	MCLM acquired the assets of Mobex?	
23	A I don't recall.	
24	Q Okay. Do you know whether MCLM was acquiring	
25	a net revenue of losing business at the time that it 14:	: 28
	Page 19	7

1	acquired the	14:28
2	A I don't recall. I think their interest was in	
3	acquiring the licenses, not the revenue.	
4	Q Do you have any idea why MCLM would want to	
5	acquire licenses that were, for the most part, revenue	14:29
6	negative?	
7	A Potential for value of the licenses.	
8	Q And when you say "potential," potential for	
9	what? For operation? For auctions or	
10	A No. To build them out. I mean, that was	14:29
11	That was Mobex's plan, to construct these and build	
12	them out. They ran out of funding.	
13	Q Were you a participant in any discussions	
14	where a plan was discussed how to integrate	
15	geographic the purchase of purchase geographic	14:29
16	licenses with preexisting incumbent sites?	
17	A No. That doesn't sound familiar.	
18	Q Were you a participant in any conversations	
19	regarding a strategy about holding incumbent sites in	
20	order to crowd out competitors who might want to	14:30
21	purchase geographic sites?	
22	A No. Definitely not.	
23	Q Definitely not because you don't recall any	
24	such discussion?	
25	A There never was any such discussion.	14:30
	 	e 198

1	Q Were you part of any kind of discussion	14:30
2	regarding the strategy of the sale or offer of	
3	geographic sites?	
4	A No.	
5	Q So when you say "definitely not," you just	14:30
6	weren't involved in that array of discussion at all?	
7	A I I just I I know that was Well,	
8	okay. It wasn't anyone's intent, but it didn't We	
9	didn't have those discussions, no.	
10	Q What you are saying is you'd like to think	14:30
11	that no one had that kind of conversation; is that	
12	correct?	
13	A Well, I I I definitely think no one had	
14	that conversation.	
15	Q But the key word is "think."	14:30
16	You were not a participant in discussions	
17	regarding the sale of geographic licenses; is that	
18	correct?	
19	A No, I was not.	
20	Q Okay. And you were not a participant in	14:30
21	discussions regarding the purchase of the geographic	
22	licenses; is that correct?	
23	A No, I was not.	
24	Q Okay.	
25	A That is correct. Sorry.	14:31
	Pag	ge 199

1	Q Were you a participant in the discussion of 14:	31
2	the relationship between geographic licenses and site	
3	licenses?	
4	A No.	
5	Q And were you a participant in a discussion 14:	31
6	regarding the relevant sale or purchase of white space	
7	licenses?	
8	A No.	
9	Q And indeed the paragraph of the declaration	
10	that you signed which referenced white space licenses 14:	31
11	was drafted by Mr. Reardon; correct?	
12	A That's correct.	
13	Q Did you ever have occasion to discuss white	
14	space licenses with anybody at the company at the time	
15	that you served as its general counsel? 14:	31
16	A It sounds familiar, but I I, you know	
17	No.	
18	Q You don't have any specific recollection of	
19	such a conversation?	
20	A No. 14:	31
21	Q And you have no specific recollection of	
22	understanding or of understanding the importance of	
23	white space licenses in the business scheme of the	
24	company?	
25	A I I I did under I mean, at some point 14:	31
	Page 200)

1	I did understand it. It was a long time ago. I I 14:32
2	don't recall now. I have no further use for that
3	information.
4	Q Under the company's agreement with Motorola,
5	who operated the stations and sold service to the 14:32
6	customers?
7	A Oh, who? Who operated Again, I'd have to
8	look at the agreements. But as I recall, we were
9	selling Mobex was selling the it may have been a
10	joint effort. I don't recall. But I do know we had an 14:32
11	active team out there marketing it.
12	Q Do you know whether Mobex had any agreement
13	with NRTC regarding its AMTS stations?
14	A There was an agreement in place there, where
15	they 14:32
16	Q No. Go ahead.
17	A I just know that they There was some
18	agreement to help them with if if we had spectrum
19	in an area that they didn't; and if would it help serve
20	one of their cooperatives, you know, we had an 14:33
21	agreement for that for that use.
22	Q What was the content of such an agreement?
23	A I don't I don't recall.
24	Q Do you know how it worked?
25	A I don't I don't recall right now, no. 14:33
	Page 201

1	Q Do you know whether it reflected plans for	14:33
2	bidding or purchasing or was it an assignment agreement	
3	to allow NRTC to utilize spectrum that Mobex had	
4	licensed and if NRTC needed it?	
5	A I think it was simply that. If If they	14:33
6	needed it to serve a customer, to serve an area, and	
7	they they just didn't have the license in that area	
8	that we did, we had an agreement in place for that use.	
9	Q And you have a specific recollection of	
10	written agreements between Mobex and NRTC in that	14:33
11	regard?	
12	A I I don't recall the written agreement, but	
13	I I may but I am pretty sure it was an agreement,	
14	both NRTC is referred to and probably on their website.	
15	Q So you believe there is an agreement at least	14:34
16	orally if not written?	
17	A At least. Yes.	
18	Q And if there were such a written agreement,	
19	where would those have been kept?	
20	A I don't know where it was kept.	14:34
21	Q Where would such an agreement usually be kept?	
22	A We had a Well, for that one, I I don't	
23	know.	
24	Q Who would have directed the negotiation of	
25	such agreement? Would it be Mr. Reardon and yourself?	14:34
	Page	202

1	A Yeah. I think that existed as well. 14:34
2	Mr. Reardon would have, you know, directed that
3	agreement.
4	Q In general, the agreements that Mr. Reardon
5	negotiated or directed, did he keep copies of those 14:34
6	agreements in his office?
7	A I assume he did. I don't know.
8	Q When Mr. Reardon needed a copy of an
9	agreement, did he ask you to access it so that he could
10	review it or did he seem to have the copies himself? 14:34
11	A It was a combination. I mean, he had some
12	himself, not all.
13	Q Do you have specific recollections of
14	Mr. Reardon asking you for copies of agreements so that
15	you could review it together? 14:35
16	A There were probably times.
17	Q Do you have a specific recollection?
18	A Specific? No. No.
19	Q Do you know if the Mobex agreements, oral or
20	written, with NRTC were transferred to MCLM at the time 14:35
21	of the asset purchase agreement?
22	A I I don't recall.
23	Q Do you know if there is an MCLM agreement with
24	NRTC to the same effect?
25	A I don't know. 14:35
	Page 203

1	Q	Do you know if any representatives of MCLM ha	ad 14:35
2	conversa	tions or discussions or negotiation with NRTC?	
3	А	I don't know.	
4	Q	Do you know if Mobex ever had any	
5	communic	ations with Thomas Kurian about his AMTS	14:36
6	geograph	ic licenses?	
7	А	The name does not ring a bell.	
8	Q	You never heard the name before?	
9	А	No.	
10	Q	Do you know if Mr. Reardon held positions in	14:36
11	both the	parent and the subsidiary of Mobex?	
12	А	He did. Yes.	
13	Q	Do you know which positions he held in each?	
14	А	He would be president and CEO, that type,	
15	yeah.		14:36
16	Q	President and CEO of both the parent and the	
17	subsidia	ry?	
18	А	I don't recall exactly, but at that level.	
19	Q	Do you recall Mr. Reardon signing documents of	on
20	behalf o	f both entities in the same document?	14:36
21	А	Which entities for	
22	Q	Both the parent and the sub.	
23	A	No, I don't believe so.	
24	Q	Do you think that his doing so would have bee	en
25	improper	?	14:37
		P	age 204

1	A I don't think it necessarily would be	14:37
2	improper. Just not best not the best practice.	
3	Q Mr. Predmore, when was Mobex dissolved?	
4	A I think it was sometime in 2006.	
5	Q Do you know if Mobex continued to operate	14:37
6	after its dissolution in any respect?	
7	A Mobex	
8	Q Mobex	
9	A Communications?	
10	Q Uh-huh.	14:37
11	A No. I mean, it was Mobex itself really	
12	didn't have any operations.	
13	And after the sale, it was it was really just	
14	settling up, you know, the debts.	
15	Q So once Mobex sold its assets to MCLM, there	14:37
16	was nothing else to run?	
17	A Exactly.	
18	Q Would there have been Go ahead.	
19	A I'm thinking there may have been a tower site	
20	or two, now that I think, that were operational, we	14:38
21	we ultimately sold. But that's it. It's not	
22	significant revenue generation.	
23	Q When you say "we ultimately sold," you mean	
24	Mobex	
25	A Mobex.	14:38
	Page	205

1	Q	ultimately sold a tower site or two?	14:38
2	А	Yes.	
3	And	I can't I can't remember at this time	
4	whether	it's Mobex or one of its subsidiaries.	
5	Q	Do you believe that they that Mobex sold	14:38
6	these to	wer sites to a purchaser other than MCLM?	
7	А	There were.	
8	Q	Was this prior to the MCLM asset purchase or	
9	subseque:	nt to?	
10	А	They I I don't recall. It may have just	t 14:38
11	been the	I'm I'm It may have just been land	
12	leases.	I don't recall.	
13	Q	Would there have been any reason for Mobex to	
14	file an	application with the FCC for any reason after	
15	the diss	olution of Mobex in 2006?	14:39
16	А	I I I don't know.	
17	Q	Did Mobex hold any licenses after its	
18	dissolut	ion in 2006?	
19	А	I I don't recall. I mean, yeah, I don't	
20	recall.		14:39
21	Q	Who would be the person most knowledgeable	
22	about the	at?	
23	А	For that? John Reardon, Curt Brown, the	
24	attorney		
25	Q	If Mobex If a submission was made to the	14:39
		Pa	age 206

1	FCC subsec	quent to the dissolution of Mobex in 2006,	14:39
2	would that	t in your view, would that such admissio	n
3	been made	in error?	
4	A 1	Excuse me?	
5	Q S	Sure. If a submission was made by Mobex	14:39
6	A I	Uh-huh.	
7	Q ·	to the FCC after Mobex's dissolution in	
8	2006, woul	ld that submission have been made in error?	
9	A	I don't I don't know.	
10	Q Z	Are you familiar with a fellow called	14:40
11	Mr. Green	?	
12	A	Can you be more specific?	
13	Q S	Sure. Are you familiar with the Green	
14	litigation	n?	
15	A	I don't believe so.	14:40
16	Q Z	An employee of Mobex who sued the company f	or
17	nonpayment	t of remuneration which he expected?	
18	A I	No.	
19	Q	Never heard of Willard Green?	
20	A I	No.	14:40
21	Q	Okay. Mr. Predmore, do you have any	
22	recollect:	ion of any party with whom Mobex negotiated	
23	the potent	tial sale of its assets, who engaged in due	
24	diligence	by inspecting the AMTS sites of Mobex?	
25	A	I I No. I don't know.	14:42
			Page 207

1	Q You were never asked to coordinate or to 14	4:42
2	facilitate inspections of the AMTS sites of Mobex?	
3	A No, I was not. Tim Smith would coordinate	
4	those. I couldn't even tell them where they were. Tim	
5	Smith would be the individual for that.	4:42
6	(Deposition Exhibit 19 was marked for	
7	identification by the court reporter.)	
8	BY MR. ZELINGER:	
9	Q Mr. Predmore, I'm going to hand you Exhibit 19	
10	and ask you to take a look at it when you get it. Tell 14	4:43
11	me if you recognize it.	
12	A (Indicating.)	
13	Okay.	
14	Q Does this document look familiar to you?	
15	A UCC Financing Statement. Yes.	4:43
16	Q Earlier you testified that you had prepared	
17	UCC financing statements for the company in connection	
18	with advances made by MCLM?	
19	A Uh-huh.	
20	Q Would this be such a UCC Financing Statement? 14	4:44
21	A I This is such one, but I don't recall the	
22	name.	
23	Q Okay. Here the secured party is Ericcson, is	
24	it not?	
25	A Uh-huh. Okay. Yes.	4:44
	Page 2	08

1	Q Do you have any recollection of preparing a	14:44
2	UCC statement in favor of Ericcson?	
3	A Yes.	
4	Q Is it likely you prepared this document?	
5	A Yes.	14:44
6	Q The document was filed by its own terms on	
7	July 21, 2005; is that correct?	
8	A That's what it looks like, yes.	
9	Q And that date is referred to on a date stamp	
10	in the top-right corner on the first page of this	14:44
11	document; is that correct?	
12	A Uh-huh. That's correct.	
13	Q I ask you to turn to the second page of this	
14	exhibit and that is entitled, "Exhibit A"; correct?	
15	A Yes, it is.	14:45
16	Q Okay. Did you prepare this Exhibit A?	
17	A I did not.	
18	Q Did you have it prepared at your instruction?	
19	A Probably.	
20	Q Who would have prepared it?	14:45
21	A I I don't recall.	
22	Q Someone at Mobex?	
23	A Yes. Someone in the Jeffersonville office	
24	most likely.	
25	Q Someone in the Jefferson office in the	14:45
	Pag	ge 209

1	accounts payable department?	14:45
2	A Possibly. Yes.	
3	Q But someone in the accounting department or	
4	finance department of Jeffersonville for Mobex?	
5	A That is correct.	14:45
б	Q Okay. So I'd ask you to take a look at the	
7	second page and look at the last vertical column. What	
8	is that entitled? You may need to borrow my glasses.	
9	A "Revenue Generating."	
10	Q "Revenue generating."	14:45
11	And under that, there is two kinds of letters that	
12	are listed, "N" and "Y"; correct?	
13	A That's correct.	
14	Q What is your best guess as to what "N" and "Y"	
15	stand for?	14:45
16	A "Yes" and "No."	
17	Q Okay. And is it your recollection indeed that	
18	this vertical column, "Revenue Generating," "N" and "Y"	
19	does reflect whether any revenues were generated in	
20	that particular site?	14:46
21	A That would be an assumption, yes.	
22	Q Apart from your assumption, is that your	
23	recollection as to what it was representing at the	
24	time?	
25	A I I don't I can't tell you what my	14:46
	Page	e 210

1	recollection was at the time. I just	14:46
2	Q Well, in preparing a UCC notice of this sort,	
3	why would you include such a column?	
4	A (Indicating.)	
5	Well, the purpose of this I don't think the	14:46
6	They were concerned with the revenue. I think it was	
7	probably just added in. I don't think it's anything	
8	anyone requested. They wanted, you know, their they	
9	wanted the license of security. It's the only thing we	
10	had of value.	14:46
11	Q So this Exhibit A is a list of the Mobex AMTS	
12	licenses; is that correct?	
13	A Yes.	
14	Q And that's indeed what it says, right, if you	
15	look at the top of the document	14:47
16	A Yes.	
17	Q "Mobex AMTS licenses"?	
18	A Uh-huh.	
19	Q And there is a specific column which says,	
20	"Revenue Generating," and it indicates "Yes" or "No";	14:47
21	correct?	
22	A Uh-huh.	
23	Q Do you know	
24	A That's correct.	
25	Q Do you know whether or not FCC regulations	14:47
	Page	211

1	prohibit the use of a license as collateral?	14:47
2	A I do not know.	
3	Q If FCC regulations prohibited the use of a	
4	license or the existence of a license as collateral, is	
5	it possible that the revenue generated from such	14:47
6	such a license could be used as collateral?	
7	A I guess that would be an assumption. Yes.	
8	Q At least that would be a source of value;	
9	correct?	
10	A Uh-huh. Yes, it would.	14:47
11	Q Okay. Could that then possibly be a reason	
12	why one would indicate a particular license is revenue	
13	generating or not?	
14	A It could be. But I	
15	Q You do not know?	14:48
16	A I do not know.	
17	Q Okay. I'm not trying to put words in your	
18	mouth.	
19	A No.	
20	Q I am trying to refresh your recollection.	14:48
21	A My recollection at the time was they wanted	
22	the licenses as collateral. It wasn't the revenue.	
23	Whether that was proper or not, that was the request.	
24	Q That's interesting.	
25	So it is your recollection that the creditor, in	14:48
	Page	212

1	this particular case Ericcson, wanted the FCC license	14:48
2	as collateral?	
3	A I I believe so.	
4	Q Okay. And do you recall who conveyed that	
5	information to you?	14:48
6	A I don't recall the attorney's name.	
7	Q Would the attorney have been an attorney for	
8	Mobex?	
9	A No, no. For Ericcson.	
10	Q For Ericcson.	14:48
11	So it's your recollection that the creditor's	
12	attorney conveyed to you that the underlying license	
13	should be provided as collateral under the UCC?	
14	A Most likely, yes. Not an FCC attorney either,	
15	so	14:48
16	Q It's also your testimony that this vertical	
17	column, "Revenue Generating" either "Yes" or "No" was	
18	provided by your finance or accounts payable	
19	departments?	
20	A Yes.	14:49
21	Q But you're not sure of the specific reason why	
22	such information was provided?	
23	A No.	
24	Q Okay.	
25	A No.	14:49
	Page	213

1	Q For what reason did Mobex owe Ericcson? What	14:49
2	was the nature of the debt?	
3	A That is a confidential settlement.	
4	Q Okay.	
5	A Yes.	14:49
6	Q The underlying debt is confidential?	
7	A Well, the settlement terms, yes.	
8	Q Oh, I'm not asking about the settlement terms.	
9	What was the nature of the debt? Was it for	
10	equipment leases? Was it for the purchase of	14:49
11	equipment?	
12	A No. No. It was I'm trying trying to	
13	think of what I can tell you.	
14	Q Do you know what SCADAs or SCADA?	
15	A Yes. It's a communication system. I can't	14:50
16	tell you much more than that. SCADA. I'm trying	
17	thinking back to Ericcson.	
18	Q Sure. I appreciate your focusing on this.	
19	Was the debt, the debt of Mobex that was being	
20	collateralized here?	14:50
21	A Yes.	
22	Q Okay. So it was the company debt?	
23	A Yes, it was.	
24	Q And a UCC was being assigned to Ericcson	
25	A Uh-huh.	14:50
	Page	214

1	Q for Mobex's company debt; correct?	14:50
2	A Yes.	
3	Q Did it have to do with I want to make sure	
4	that I pronounce it right SCADA.	
5	A Yes.	14:50
6	Q Are you How are you pronouncing it?	
7	A I guess. Well, SCADA.	
8	Q SCADA. Was it for SCADA-related equipment, to	
9	your knowledge?	
10	A No, not this. Not at all.	14:50
11	Q Okay. And was this	
12	A Well, I shouldn't say that.	
13	I don't think so.	
14	Q All right. Again, I don't want to put words	
15	in your mouth.	14:50
16	A It had to do with an issue of it was	
17	there were billing and accounting errors, I think,	
18	regarding the contract, and we just we settled that.	
19	Q I see. So this UCC Financing Statement	
20	represented the resolution of an accounting or billing	14:51
21	dispute between Ericcson and Mobex?	
22	A Exactly.	
23	Q And was this the debt of Mobex Network	
24	Services, the subsidiary, or the debt of Mobex	
25	Communications, Inc.?	14:51
	 	e 215

1	A It would have been Mobex Communications	14:51
2	because the attorneys who represented it should have	
3	been Mobex Network Services, who the contract with	
4	Ericcson was with.	
5	However, when our law firm in Fort Wayne, Indiana	14:51
6	responded to the demand for arbitration, they named	
7	Mobex Communications, which was before I got there.	
8	And that's where that was the only connection	
9	they had to Mobex, but it was the contract was with	
10	Ericcson and Network Services.	14:52
11	Q So it's your testimony that the party in	
12	interest was Mobex Network Services, but the party that	
13	was named by the plaintiff, as it were, was the parent?	
14	A They named both.	
15	Q I see. I see.	14:52
16	A And Network Services was, you know, not, I	
17	don't think, a party to that settlement.	
18	Q Only the parent was a party to the settlement,	
19	to the best of your recollection?	
20	A Ultimately because I can't remember, you	14:52
21	know, I can't.	
22	Q Nevertheless, the UCC Financing Statement was	
23	made out by the subsidiary; correct?	
24	A Yes. Looks like it.	
25	Q Do you know whether any arrangements were made	14:52
	Page	e 216

1	between the subsidiary and the parent to some 14:52
2	intercompany debt relief or assurances or
3	indemnification to
4	A I don't recall.
5	Q Would that have been the normal practice or 14:53
6	A No, no. I I I don't recall whether
7	Yeah, if there were loans made or not. But they
8	anything that was, it was my understanding was settled
9	up, you know, in closing of this sale, so
10	Q Anything any discrepancies between the 14:53
11	subsidiary were
12	A Yes. As I recall. I'm just thinking.
13	Q To your knowledge, were there discrepancies
14	with respect to the debts of the parent or the
15	subsidiary that required resolution at the asset 14:53
16	purchase by MCLM?
17	A I don't recall with any specificity.
18	Q Is that something that would have been within
19	your the exercise of your discretion and duties?
20	A I I I don't recall right now. It's 14:53
21	possible. Trying to think.
22	Q Do you have any recollection of a unanimous
23	written consent or other minute or board resolution
24	ever having been approved by the members of the board
25	of the parent with respect to the resolution of 14:54
	Page 217

1	discrepancies of debt or debt assumption by the parent	14:54
2	or the subsidiary?	
3	A No, I don't recall that.	
4	Q Okay.	
5	MR. ZELINGER: Mr. Predmore, I'm giving the	14:55
6	court reporter what we'll mark as Exhibit 19.	
7	THE REPORTER: It's 20.	
8	MR. ZELINGER: I apologize. Exhibit 20.	
9	Upon receipt, I ask you to take a look at it.	
10	(Deposition Exhibit 20 was marked for	13:34
11	identification by the court reporter.)	
12	THE WITNESS: (Indicating.)	
13	Okay.	
14	BY MR. ZELINGER:	
15	Q Does this look familiar to you?	14:57
16	A Yes.	
17	Q Do you recall reviewing this document?	
18	A Uh-huh.	
19	Q Can you describe the document?	
20	A Yes. It's an opinion letter basically	14:57
21	saying	
22	Q An opinion of whom?	
23	A Of my opinion to Donald DePriest.	
24	Q In connection with?	
25	A The sale of assets.	14:57
	Pa	age 218

1	Q By Mobex to MCLM?	14:57
2	A That's correct. That's correct.	
3	Q And why was it addressed to Mr. Donald R.	
4	DePriest?	
5	A He was the CEO of MCLM, Maritime	14:57
6	Communications. He was the purchaser.	
7	Q Do you recall who drafted this document?	
8	A I don't recall if this was drafted by a firm.	
9	Q To the best of your recollection, you did not	
10	draft this document?	14:58
11	A No, I did not.	
12	Q So I'm going to ask you to look at the second	
13	paragraph of this document where it says, "In	
14	connection with the Opinion Letter, I have examined	
15	signed copies of the Transaction Documents and a	14:58
16	certificate as to certain objective facts executed by	
17	an officer of the Seller"	
18	A Uh-huh.	
19	Q "(the 'Officer's Certificate')."	
20	Do you, in fact, recall having examined signed	14:58
21	copies of the transaction documents?	
22	A Yes.	
23	Q Okay. You do.	
24	And a certificate of the seller, an officer of the	
25	seller?	14:58
	Page	e 219

1	A	Yes.	14:58
2	Q	Do you recall which officer that was?	
3	А	Of the seller?	
4	Q	Uh-huh.	
5	А	For this time?	14:58
6	Q	In part I ask you because there is no	
7	Attachme:	nt 1 to this letter. It refers to an	
8	Attachme:	nt 1, but it was not produced to us.	
9	А	Oh, okay.	
10	Wel	l, as of that date, it should have been John	14:59
11	Reardon.		
12	Q	Okay. I'd ask you to look at Section 6 on the	ne
13	second p	age.	
14	А	Uh-huh.	
15	Q	It says, does it not, that "The Seller has	14:59
16	obtained	and validly holds the FCC Licenses listed in	
17	Attachme:	nt 1 to the opinion letter."	
18	Do :	you have a recollection of that list of	
19	licenses	?	
20	А	Yes.	14:59
21	Q	Do you believe that you might have that in	
22	your pos	session or control?	
23	А	I I don't have it, no.	
24	Q	And do you recall having reviewed it for	
25	purposes	of issuance of this letter?	14:59
		F	age 220

1	A Yes.	14:59
2	As I recall, it was attached as an amend an	
3	exhibit.	
4	(Deposition Exhibit 21 was marked for	
5	identification by the court reporter.)	14:59
6	BY MR. ZELINGER:	
7	Q Mr. Predmore, you were just testifying	
8	Exhibit 20 is not a signed copy?	
9	A Exactly.	
10	Q What is the effect of that?	15:01
11	A Oh, I mean, I recall reviewing it, but I'm	
12	just stating the fact that it's not a signed copy.	
13	Q You recall reviewing and signing an exact copy	
14	to Exhibit 20?	
15	A Exact?	15:01
16	Q Well, something substantially similar.	
17	A Similar, I believe so. Yes. Yes.	
18	Q Very good.	
19	A I remember reviewing it.	
20	Q I appreciate the care with which you are	15:01
21	answering. Thank you.	
22	A Yes.	
23	Q I ask you to look at Exhibit 21. That is	
24	entitled, "Certificate of Seller"; correct?	
25	A Yes. Uh-huh.	15:02
	Pag	e 221

1	Q Do you recognize this document?	15:02
2	A This one, you know, is not standing out to me,	
3	but let me look at it.	
4	Q Do you recognize your name at the bottom?	
5	A Yes.	15:02
6	Q You recognize your signature?	
7	A Yes.	
8	Q This is a one-page document called,	
9	"Certificate of Seller"; correct?	
10	A Uh-huh.	15:02
11	Q It says, does it not, that "Pursuant to	
12	Section 5(a)(v) of the Asset Purchase Agreement dated	
13	as of 29th day of November 2005by and between	
14	Maritime Communications/Land Mobileand Mobexthe	
15	undersigned does hereby certify on behalf of the Seller	15:02
16	as follows: It continues.	
17	Now, I'd ask you to draw your attention to the	
18	date of this document, 29th day of November correction?	
19	A Uh-huh.	
20	Q The 29th is handwritten; correct?	15:02
21	A Yes.	
22	Q Does this reflect some kind of an amendment to	
23	an agreement that might have initially occurred in May?	
24	In other words, why is this document dated	
25	November 2005?	15:03
	Pag	e 222

1	A I I don't recall. Give me a moment.	15:03
2	Q Uh-huh.	
3	A (Indicating.)	
4	Yeah I I don't recall.	
5	Q Do you know when the original APA, Asset	15:03
6	Purchase Agreement, between MCLM and Mobex might have	
7	been signed or dated?	
8	A I don't recall. I do recall there was an	
9	earlier one, but I don't recall the date.	
10	Q Do you recall that there were a number of	15:03
11	amendments to the earlier agreement?	
12	A I I don't recall how many.	
13	Q Was there an amendment at least?	
14	A I I don't know.	
15	Q Do you know whether there might have been a	15:04
16	reason to have an amendment?	
17	A There had to be a reason, I'm assuming, but I	
18	don't recall that reason.	
19	Q Do you recall whether there was a delay in the	
20	transaction or the effectuation or close of the	15:04
21	transaction?	
22	A That would Again, speculating, that would	
23	probably be, you know, the most likely reason.	
24	Q But you don't specifically recall a delay in	
25	the close?	15:04
	Page	223

1	A I do not.	15:04
2	Q Okay. Or a reason for the delay in closing?	
3	A No, I do not.	
4	Q Or a reason for any amendment?	
5	A I don't recall.	15:04
6	MR. ZELINGER: Let's take a ten-minute break	
7	and we'll see if we can scrutinize the documents we	
8	want to finish our direct on.	
9	THE WITNESS: Okay.	
10	(A recess is taken.)	15:05
11	(Deposition Exhibit 22 was marked for	
12	identification by the court reporter.)	
13	BY MR. ZELINGER:	
14	Q Mr. Predmore, you have been handed Exhibit 22.	
15	Does this form of document look familiar to you?	15:14
16	A (Indicating.)	
17	Q This is an Acknowledgment and Consent to	
18	Change of Control; correct?	
19	A Uh-huh.	
20	(Indicating.)	15:15
21	Okay.	
22	Q And can you, from reading it, tell to what it	
23	refers? What happens as a result of this document?	
24	A Well, our rooftop lease transfers over to the	
25	acquiring entity.	15:15
	Pag	re 224

1	Q So pursuant to this This is a draft	15:15
2	document; correct?	
3	A Uh-huh.	
4	Q Pursuant to this draft document, control of a	
5	certain lease is transferred from Mobex to MCLM;	15:15
6	correct?	
7	A Correct.	
8	Q And the second "WHEREAS" under the	
9	"Witnesseth" statement, does it not say, "WHEREAS,	
10	Transferee intends to purchase" and the words a	15:16
11	"51 percent equity interest" is crossed out	
12	A Uh-huh.	
13	Q correct?	
14	"insubstantially all the assets of Provider"?	
15	A Sure.	15:16
16	Q Does this document refresh your recollection	
17	in any respect regarding the original agreement between	
18	MCLM and Mobex?	
19	A No. I don't I honestly don't recall any	
20	agreement for less than all the assets.	15:16
21	Q Now, this reflects this language reflects	
22	not an asset purchase but rather a 51 percent equity	
23	purchase of Mobex	
24	A Okay.	
25	Q such that it would not be an asset	15:16
	Page	e 225

1	purchase, but rather a purchase of majority equity	15:16
2	interest of Mobex by MCLM.	
3	Do you understand that; correct?	
4	A Yes, I understand.	
5	Q Now, does this document in any way refresh	15:16
6	your recollection that there may have been an agreement	
7	between MCLM and Mobex with respect to the acquisition	
8	of the majority of MOBEX's shares by MCLM?	
9	A No, I don't recall that at all.	
10	Q Mr. Predmore, in a moment the court reporter	15:17
11	will hand you an exhibit marked Exhibit 23.	
12	(Deposition Exhibit 23 was marked for	
13	identification by the court reporter.)	
14	THE WITNESS: (Indicating.)	
15	BY MR. ZELINGER:	15:18
16	Q Does this document look familiar to you,	
17	Mr. Predmore?	
18	A Looks like every other FCC document, but yes.	
19	Q This document is a response to	
20	interrogatories; is that correct?	15:18
21	A Yes.	
22	Q And do you know whose response it is?	
23	A (Indicating.)	
24	Q I would refer you to page 11 for the answer.	
25	A I'm trying to get there.	15:18
	Page	226

1	(Indicating.)	15:18
2	Robert Keller.	
3	Q Do you know who Robert J. Keller is?	
4	A Other than what I'm reading here, no, I have	
5	not dealt with him.	15:18
б	Q But he's identified on this document as	
7	counsel for MCLM?	
8	A That's correct.	
9	Q And there on the next page is a Verification;	
10	is that correct?	15:19
11	A That's correct.	
12	Q And who is the Verification signed by?	
13	A Sandra DePriest.	
14	Q How is she identified?	
15	A President and sole director of Maritime	15:19
16	Communications.	
17	Q Okay. And I would ask you to look at page 7	
18	of this document, Item 19 or Section 19, ask you to	
19	read that section, please.	
20	A (Indicating.)	15:19
21	"Describe"	
22	Q You don't have to read it out loud. Take a	
23	moment and read it to yourself.	
24	A Okay.	
25	(Indicating.)	15:19
	Pε	age 227

1	MS. HASTIE: Steve, can you describe what	15:19
2	document you are looking at?	
3	MR. ZELINGER: Sure. Maybe I will read it	
4	out loud as a courtesy, if that's okay with everybody.	
5	Q And then, Mr. Predmore, what I'll do is go	15:20
6	ahead and read it and ask you to verify the accuracy of	
7	my reading.	
8	A Sure.	
9	BY MR. ZELINGER:	
10	Q Okay. So the interrogatory which was in this	15:20
11	FCC document directed to MCLM reads as follows and	
12	this is in italics.	
13	"Describe each Communication between Maritime (or	
14	any Representative(s) of Maritime) and Mobex (or any	
15	representative(s) of Mobex) referring or relating to	15:20
16	the Site-based Authorizations, including, but not	
17	limited to, the date any such Communication(s)	
18	occurred, the names and affiliation of each individual	
19	who participated in or received any such	
20	Communication(s), and the subject matter of such	15:20
21	Communication."	
22	"ANSWER: Maritime does not remember or have any	
23	record of the dates, times, locations, or participants	
24	of each and every such communication, but to the best	
25	of its recollection provides the following information.	15:20
	Pag	e 228

1	Tim Smith and John Reardon first met Donald DePriest in	15:21
2	early 2005 and discussed the possibility of Maritime	
3	acquiring the incumbent AMTS licenses held by Mobex.	
4	Several communications relating to this ensued in the	
5	following months. The participants in these	15:21
6	communications would have been, in various combinations	
7	and at various times, John Reardon, Tim Smith, Dave	
8	Predmore (former Mobex officer and general counsel),	
9	Ronald Fancher," spelled F-a-n-c-h-e-r, "Gary Geeslin,	
10	Dennis C. Brown, and Sandra DePriest. The in-person	15:21
11	meetings that Maritime can recall were a lunch meeting	
12	between John Reardon and Donald DePriest."	
13	And then it goes on. I'm not going to read any	
14	further.	
15	Did I read that correctly, to the extent that I	15:22
16	did read it?	
17	A Yes, you did.	
18	Q Mr. Predmore, is this an accurate answer	
19	insofar as it references you?	
20	A Communications, I could have been cc'd on	15:22
21	certain correspondence, if that's what they mean, but	
22	never talked.	
23	(Indicating.)	
24	Q Earlier you testified you have never had an	
25	opportunity to meet Mr. or Mrs. DePriest; is that	15:22
	Pag	e 229

1	correct?	15:22
2	A Never. That's correct.	
3	Q Does this document in any way refresh your	
4	recollection such that you now believe that you might	
5	have ever met them?	15:22
6	A No. I have never met them. Never spoken to	
7	them.	
8	Q How about Dennis Brown?	
9	A Dennis Brown is an attorney. Yes.	
10	Q Have you spoken to him?	15:22
11	A I have spoken to him. Yes.	
12	Q Have you spoken to him in connection with	
13	these kinds of communications?	
14	A No. He was a that is Curt Brown, the	
15	attorney I referred to. Probably not in connection to	15:23
16	this transaction, no.	
17	Q Okay. And so with respect to Sandra DePriest	
18	and Curt or Dennis C. Brown, the answer would not be	
19	accurate insofar as it relates to you; is that correct?	
20	A Excuse me? I was reading.	15:23
21	Q Sure. No problem.	
22	With respect to Sandra DePriest and Dennis Curt	
23	Brown, the answer provided here insofar as it relates	
24	to you would not be accurate; is that correct?	
25	A I am not making the connection with the Curt	15:23
	Page	e 230

1	Brown and Sandra DePriest. It's not accurate in 15:2	3
2	regards to me.	
3	Q Okay. So insofar as the answer relates to	
4	you, you had no such conversations with Sandra	
5	Sandra DePriest; correct? 15:2	3
6	A Never.	
7	Q You had no such conversations with Dennis Curt	
8	Brown; correct?	
9	A They never never Correct.	
10	Q Did you ever have such conversations with Gary 15:2	3
11	Geeslin?	
12	A No. His name sounds familiar, but I I	
13	didn't correspond with him, I don't believe.	
14	Q Do you have any recollection of having had a	
15	conversation or discussion in which Mr. Geeslin was a 15:2	4
16	participant?	
17	A No.	
18	Q How about Ronald Fancher?	
19	A He I don't recognize him at all.	
20	Q Okay. Did you happen to see at any time email 15:2	4
21	communications or written communications between MCLM	
22	representatives and any of these individuals who are	
23	listed here?	
24	A I I probably saw something forwarded to me.	
25	I mean, I'm pretty sure I I saw something, but I 15:2	4
	Page 231	

1	don't recall what it would be, and it wasn't often.	15:24
2	Q Do you believe that you might have any of	
3	these emails?	
4	A I don't believe I do based on the timeframe,	
5	but again I will take another look.	15:24
6	Q Did Mr. Reardon ever discuss the details of	
7	this transaction with you?	
8	A The details of the purchase agreement?	
9	Q Yes.	
10	A Well, yes. I mean, not probably not the	15:25
11	negotiation stage but, you know	
12	(Deposition Exhibit 24 was marked for	
13	identification by the court reporter.)	
14	THE WITNESS: (Indicating.)	
15	BY MR. ZELINGER:	15:26
16	Q Mr. Predmore, you have been handed Exhibit 24.	
17	Can you describe what that exhibit is?	
18	A 2006 FCC Form, 499-A.	
19	Q The famous Form 499-A?	
20	A Uh-huh.	15:26
21	Q Does this document or form of document look at	
22	all familiar to you?	
23	A I I don't recall ever seeing it, but I	
24	signed it, so	
25	Q This is a form that is submitted to the FCC;	15:27
	Page	232

1	correct?	15:27
2	A Uh-huh.	
3	Q Is this a form that in the normal course of	
4	business of Mobex, would have been prepared or overseen	
5	by Mr. Predmore by Mr. Reardon?	15:27
6	A I I I don't I don't recall. It	
7	probably would have been more his bailiwick than mine,	
8	but	
9	Q You testified that you really didn't oversee	
10	or administer FCC regulatory matters; is that correct?	15:27
11	A That's correct.	
12	Q All right. So in the normal course of	
13	business at Mobex, it was likely that Mr. Reardon would	
14	have directed the creation or the completion of this	
15	document?	15:27
16	A I'm going to see Let me review it. I don't	
17	know what's contained in here.	
18	(Indicating.)	
19	I mean, this appears to be a lot of information on	
20	here I could have filled out, just based on speaking	15:29
21	with the accounting department, Tim Smith. I wouldn't	
22	have filled it out myself. I wouldn't have that	
23	knowledge.	
24	Is something that requires John Reardon's expert	
25	FCC experience? Maybe not.	15:29
	 	e 233

1	Q Good enough.	15:29
2	Let me ask you about Item 112 on this document.	
3	It's on the first page. It states, "List all	
4	tradenames used in the past 3 years in providing	
5	telecommunications. Include all names by which you are	15:29
6	known by customers."	
7	A Uh-huh.	
8	Q It lists "a" through "f."	
9	A Uh-huh.	
10	Q "Regionet Wireless, Regionet Wireless	15:29
11	Operations, Mobex, Waterway Communications Systems,	
12	Inc.; Waterway Communications System LLC, and	
13	WATERCOM."	
14	A Uh-huh.	
15	Q Is that complete or is any missing?	15:29
16	A (Indicating.)	
17	I I mean, I don't recall. There may be a	
18	list "Includes all names by which you are known by	
19	customers."	
20	(Indicating.)	15:30
21	I It I I don't know. It seems complete.	
22	Q I will ask you to turn to the third page, Item	
23	227. Would you read the instructions of that item?	
24	A "Indicate jurisdictions in which the filing	
25	entity provides telecommunication service. Include	15:30
	Page	e 234

1	jurisdictions in which telecommunications service was	15:30
2	provided in the past 15 months and jurisdictions in	
3	which telecommunications services likely to be provided	
4	in the next 12 months."	
5	Q Okay. And I will ask you to look at the	15:30
6	the list of the 50 states are listed below; correct?	
7	A That's correct.	
8	Q And certain states are checked off; correct?	
9	A That's correct.	
10	Q And are there do you believe this is a	15:31
11	complete list of the states where the requirement is	
12	met, that is, jurisdictions in which the filing entity	
13	provides telecommunications services?	
14	A (Indicating.)	
15	Just looking at that, it doesn't appear complete;	15:31
16	but I mean, I thought we had services in Massachusetts	
17	and Virginia and some other states but	
18	Q Right. How about North Carolina?	
19	A Okay.	
20	Q Puerto Rico?	15:31
21	A Yeah.	
22	Q These are states where there is no check, but	
23	where the company did business, correct, or had	
24	services?	
25	A I believe so.	15:31
	Page	e 235

1	Q Rhode Island? 15:31
2	A I don't recall.
3	Q How about South Carolina?
4	A Probably.
5	Q And Michigan? 15:32
6	A I I think so. Without being able to
7	verify, they sound familiar.
8	Q Maine and Georgia?
9	A I don't recall.
10	Q Is there any states where the company was 15:32
11	providing service or contemplated providing service in
12	the next 12 months would not have been checked?
13	A I I I don't I don't I don't
14	know.
15	Q Do you know whether or not the company was 15:32
16	paying universal fees in the states where it was
17	providing services?
18	A I I I was there was talk of paying
19	universal fees, so I would assume they were paying
20	them. 15:32
21	Q You didn't administer that though, did you?
22	A No.
23	Q And are you aware of the criterion or
24	threshold that applies for the payment of such fees?
25	A I I don't recall. I mean I I I I 15:32
	Page 236

1	think I was educated on it at least somewhat when I	15:32
2	inquired what it was, but that's about it.	
3	Q Would you have been policing the company's	
4	efforts in that regard or would it have been somebody	
5	else?	15:33
6	A No. That would have been someone else.	
7	Q Who would that be?	
8	A I I think that would have been the accounts	
9	payable. They they they paid.	
10	Q And the accounts payable would have known the	15:33
11	threshold or minimum amount of revenues which would	
12	trigger the payment of the fees?	
13	A I I don't know how that decision-making	
14	process worked, but	
15	Q Is that special FCC information that would	15:33
16	again fall within the bailiwick of Mr. Reardon?	
17	A I I don't know. I mean, WATERCOM	
18	Communications was a established telecommunications	
19	provider familiar with USF.	
20	Q I'm going to ask you to turn to page 7 of this	15:33
21	document.	
22	And is there a signature on that page?	
23	A Yes.	
24	Q Whose signature is that?	
25	A It is mine.	15:33
	Page	e 237

		1
1	Q And is there an officer position listed in	15:33
2	connection with your signature?	
3	A Okay. It was president. Yeah.	
4	Q Is that an accurate description of your role	
5	at the time?	15:34
6	A I was known What's the date?	
7	(Indicating.)	
8	Received April Yeah. President, CEO, whatever	
9	they called me at the time when they filled these	
10	things out.	15:34
11	(Deposition Exhibit 25 was marked for	
12	identification by the court reporter.)	
13	MR. ZELINGER: This is Exhibit 25.	
14	Q Mr. Predmore, I handed you Exhibit 25.	
15	Have you seen this form of document before?	15:35
16	A (Indicating.)	
17	Q I will tell you this is called an FCC601	
18	A Okay.	
19	Q Application for Radio Service	
20	Authorization.	15:35
21	A Okay. If I have seen it, I don't think I have	
22	seen it often. I don't know.	
23	Q Okay. Now, I'd ask you to go to the second	
24	box on the first page. It states, "General Information	
25	(select only one)" and a number of options are	15:35
	Page	238

1	given; correct?	15:35
2	A Yes.	
3	Q And which option was chosen?	
4	A Renewal Only.	
5	Q This is a renewal only application by its	15:35
6	own by the documents on the statement; correct?	
7	A Uh-huh. Correct.	
8	Q I will ask you to turn to the second page,	
9	Item 17, where it says, "Legal Entity Name," does it	
10	not?	15:36
11	A Yes.	
12	Q And which legal entity name is entered?	
13	A "Mobex Communications, Inc."	
14	Q All right. Now, I'd ask you to turn back to	
15	the first page, top-left corner and tell me the date	15:36
16	this document was submitted to the FCC by virtue of	
17	what the document says.	
18	A February 23rd, 2011.	
19	Q All right. So turn back to page 2, Item 17,	
20	"Legal Entity Name" is indicated as "Mobex	15:36
21	Communications, Inc."	
22	A Uh-huh.	
23	Q Can you tell me and I am asking you to	
24	conjecture because I know this document was provided to	
25	the FCC some five years after you left Mobex can you	15:36
	Page	239

1	tell me why Mobex would be listed as the licensee as	15:36
2	the legal entity's name here?	
3	A Without knowing who filled it out, there	
4	there was always confusion with the Mobex names, so	
5	whether it was Mobex Network Services, Mobex	15:37
6	Communications, it it I it may be, you know,	
7	prior dealings with John Reardon as, you know, the	
8	he was the face of Mobex.	
9	I don't know. It is completely conjecture. Just	
10	name confusion.	15:37
11	Q Well, here I guess what I'm asking you is why	
12	it would list Mobex versus MCLM	
13	A No, I understand.	
14	Q as the legal entity	
15	A I understand.	15:37
16	Q correct?	
17	Not Mobex Communications versus Mobex Networks	
18	Services.	
19	A Uh-huh.	
20	Q So to your understanding, were the licenses	15:37
21	upon sale to MCLM to be transferred to MCLM ownership	
22	or were they maintained in some Mobex entity?	
23	A No, no. They were transferred. Again, I	
24	don't know who filled this out, which may help me	
25	explain why they listed Mobex instead of MCLM, but I	15:37
	Pag	re 240

1	don't know. 15:38
2	Q I'd ask you to turn to page 4 of this
3	document, internally numbered page 4, the signature
4	block is Item 56
5	A Uh-huh. 15:38
6	Q and 57.
7	And who is the signatory here?
8	A John Reardon.
9	Q I will ask you to turn to the last page of
10	this document. 15:38
11	A (Indicating.)
12	Q That is a Renewal Waiver Request; is that
13	right?
14	A That's correct.
15	Q Okay. The document is a Renewal Waiver 15:38
16	Request signed by Mitchell Steidl; correct?
17	A Uh-huh.
18	Q Do you know who that person is?
19	A His name is familiar. I don't know if he was
20	an employee or a contractor. I don't know. The name 15:39
21	is familiar.
22	Q And the document is to WTB, FCC; correct?
23	A That's correct.
24	Q And it's says, "Dear, Sir/Ma'am.
25	"On behalf of Mobex Communications, Inc. licensee 15:39
	Page 241

1	of FCC licenses WLN611 and WLN612, I respectfully 1	5:39
2	request a waiver of the timely renewal filing	
3	requirement."	
4	That's what it says; correct?	
5	A That's correct.	5:39
6	Q Have you any idea why a document being	
7	submitted to the FCC in 2011 would be submitted on	
8	behalf of Mobex Communications, Inc.?	
9	A No.	
10	Q Mobex Communications, Inc. was is a 1	5:39
11	dissolved entity; is that correct?	
12	A That's correct.	
13	Q When was it dissolved?	
14	A In 2006.	
15	Q Okay. 1	5:39
16	MR. ZELINGER: Take one more five-minute	
17	break and hopefully we'll give it a rest.	
18	(A recess is taken.)	
19	BY MR. ZELINGER:	
20	Q Mr. Predmore, it would appear that I have 1	5:53
21	failed to ask you to date, for a discrete description	
22	of your roles in the company from the time you joined	
23	the company, really year to year year by year, until	
24	the time you left.	
25	And I don't know if I am stressing you too much to 1	5:54
	Page 2	242

1	ask you.	You started in what year at Mobex?	15:54
2	А	2000 or 2001.	
3	Q	Okay. And when you joined Mobex in 2000 or	
4	2001, whi	ich company did you join, the parent or the	
5	sub?		15:54
6	А	The parent, I believe. I don't know enough	to
7	pay atter	ntion to parent or sub at the time.	
8	Q	Do you know from whom your paystubs came?	
9	A	I believe it was Mobex Communications, yes.	
10	Q	What was your role at that time?	15:54
11	A	Law clerk.	
12	Q	Did there come a time when you were elevated	d
13	from law	clerk status to some other role?	
14	А	Yes. Upon graduation from law school.	
15	Q	When would that have been?	15:54
16	А	Well, that would have been February of 2002	•
17	Q	And then what role did you assume at that	
18	point?		
19	А	Associate counsel for several years.	
20	Q	Was that also for the parent?	15:55
21	A	Yes.	
22	Q	Did you serve any role for the subsidiary?	
23	A	I don't recall at the time. I'm sure I did	
24	I reviewe	ed all the documents for the parent and the	
25	sub, leas	ses, things of that nature.	15:55
			Page 243

1	Q Do you know if the board ever conferred upon	15:55
2	you the title of associate counsel and/or whether you	
3	were an officer of the company at that time?	
4	A No, I don't believe at that time I was an	
5	officer.	15:55
6	Q At what point did your status change from	
7	associate counsel to something else?	
8	A It changed to general counsel. I don't know.	
9	Could have been 2004, 2005.	
10	Q And that was general counsel of the parent	15:55
11	again?	
12	A Yes.	
13	Q And did you have a role, a formal role, with	
14	respect to the subsidiary?	
15	A I I I mean, I acted at least as general	15:55
16	counsel for all of them, I suppose.	
17	Q Did you take over the role of general counsel	
18	from someone else?	
19	A No. I was the associate counsel for several	
20	years. And whenever John Reardon was promoted to	15:56
21	president and CEO, there was there was no general	
22	counsel until I was promoted, you know, three years	
23	later, whatever it was.	
24	Q So you effectively substituted in for general	
25	counsel for John Reardon. There was there was a	15:56
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1	void for three years?	15:56
2	A There was. I think he used the firm as as	
3	technically as general counsel for a few years, but I	
4	don't I don't remember.	
5	Q And you were general counsel from 2004 or '5	15:56
6	until the assets were purchased by MCLM?	
7	A That's correct.	
8	Q At which point you became chief cook and	
9	bottle washer?	
10	A Yes. Grand puba.	15:56
11	Q You testified to that already.	
12	Have you ever seen some kind of analysis or detail	
13	or even summary which supported the purchase price of	
14	the assets by MCLM from Mobex?	
15	A I I don't believe so.	15:57
16	Q Did anybody ever discuss with you why Mobex	
17	would sell the assets for \$5- or \$6 million and/or why	
18	MCLM would spend \$5 or \$6 million on the Mobex?	
19	MS. HASTIE: Objection. This is Attorneys'	
20	Eyes Only information that you are asking about.	15:57
21	MR. ZELINGER: I don't think so.	
22	MS. HASTIE: If you want to ask these	
23	questions, I'm not objecting to asking of the	
24	questions, but the clients have to be excused.	
25	MR. ZELINGER: There is only one client here.	15:57
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1	MS. HASTIE: I don't care if there is one	15:58
2	client or ten clients. One client needs to be excused.	
3	MR. ZELINGER: That's fine I will state the	
4	question in a different way.	
5	Q Was there any Did you ever see any detail	15:58
6	or summary or any support for the purchase price,	
7	whatever it may have been, for the assets by MCLM of	
8	the Mobex assets?	
9	A No, I don't recall seeing that. No.	
10	Q Did you participate in any discussion	15:58
11	regarding the valuation of the assets and the purchase	
12	price?	
13	A There were general discussions, I suppose.	
14	Q Well, there were. And would you recollect	
15	participating?	15:58
16	A My They were along these lines	
17	Q Let me stop you because counsel is correct in	
18	being concerned about your not articulating the	
19	specific purchase price?	
20	A I will not.	15:58
21	Q Very good.	
22	A It was my understanding Mobex ran out of	
23	money. They had to sell the licenses for what they	
24	could get.	
25	So if it was going for such and such a price as	15:59
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1	you saw, Clarity Partners deal fell through, other	15:59
2	deals fell through, I suppose. We finally had a buyer	
3	who could, you know, buy the licenses and and	
4	continue operation.	
5	Q Were there other potential purchasers besides	15:59
6	MCLM of which you were aware?	
7	A I Well, I'm assuming there were were	
8	few, if any. I I do know they they were looking	
9	to make to sell. We ran out of runway, running out	
10	of cash, and we had tired shareholders in my opinion,	15:59
11	so we had to sell.	
12	Q But apart are from Clarity which had already	
13	quashed its interest	
14	A Uh-huh.	
15	Q was there any other purchaser which you	15:59
16	were aware besides MCLM?	
17	A None that I was aware of.	
18	MR. ZELINGER: I pass the witness.	
19	Kelley, do you have any questions or, Jeremy, do	
20	you have any questions of the witness?	16:00
21	MR. LACKS: I do not.	
22	MS. HASTIE: I also don't have any questions.	
23	MR. ZELINGER: Okay. Thank you, everybody.	
24	THE REPORTER: Does anybody need a copy who	
25	is on the phone?	16:00
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1	MR. LACKS: Yes, I would like one.	16:00
2	MS. HASTIE: I do not need one on behalf of	
3	MCLM.	
4	MR. ZELINGER: We would like this Monday or	
5	Tuesday.	16:02
6	Is that okay, Jeremy?	
7	MR. LACKS: Yes.	
8		
9	(TIME NOTED: 4:02 P.M.)	
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1	I, the undersigned, a Certified Shorthand
2	Reporter of the State of California, do hereby,
3	certify:
4	That the foregoing proceedings were taken
5	before me at the time and place therein set forth;
6	that any witnesses in the foregoing proceedings,
7	prior to testifying, were placed under oath; that a
8	verbatim record of the proceedings was made by me
9	using machine shorthand which was thereafter
10	transcribed under my direction; further that the
11	foregoing is an accurate transcription thereof.
12	I further certify that I am neither financially
13	interested in the action nor a relative or employee
14	of any attorney or any of the parties.
15	IN WITNESS WHEREOF, I have this date subscribed
16	my name.
17	Dated: April 8, 2013
18	
19	
20	
21	
22	
23	GAIL E. KENNAMER, CSR 4583, CCRR
24	
25	
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